THE IRON MAN

screenplay

by

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story

by

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EXTREME CLOSE-UP OF AN IRON MASK

Two pleading human eyes stare out through a set of narrow rectangular eye slits. The ends of the slits are turned down just enough to suggest sadness. No mouth slit is in view. Just two human eyes staring out of an iron mask.

There is BREATHING. Desperate pained muffled BREATHING.

TONY STARK (V.O.)
I'm going to die in here.

The eyes look around. As if searching, wildly. Trapped.

TONY STARK (V.O.)
They will find my body encased in a coffin of my own design. A coffin made of iron. My name is Tony Stark, and I was the "Invincible Iron Man."

The eyes stop moving. Staring at us now. Not blinking.

TONY STARK (V.O.)
Not so invincible.

ROLL TITLE AND CREDITS

INT--A BURNING BUILDING--NIGHT

The tenement is an inferno. Walls and ceiling engulfed in flames. The smoke thick. THE FIRE IS DEAFENING. And nearly lost amid the roar of the blaze is one weak MOAN.

There is a MAN on the floor, like a new soul just dropped off in hell. His face hidden from view. As if he was trapped and finally overcome by smoke. He does not move.

There is a new sound now, very faint, but getting louder. DOOM. Something is coming. DOOM. Something is visible through the smoke. DOOM. It is like a man, but *not* like a man. There is a piercing WHINE OF MECHANIZED JOINTS as the REDEEMER RESCUE ARMOR steps through the wall of fire.

The Redeemer Armor is impressive, without being inviting. The industrial-looking exterior is harsh: all angles, joints, plates, and exhaust ports. It looks <u>frightening</u>.

The Redeemer steps across the room with a DOOM DOOM DOOM and stands over the figure, the unconscious man reflected and distorted in its metallic surface. The armor HUMMMS.

With a WHINE, the front of the REDEEMER OPENS REVEALING A BRIGHT HIGH-TECH INNER CAVITY designed to accept a human

form. Through the smoke and flame, and with a SCREECH OF STRAINING GEARS, the armor crouches and ENCASES THE MAN.

EXT--A BURNING BUILDING--NIGHT

The tenement is spewing smoke and flame from its windows. The building is lost. Suddenly the EXTERIOR WALL BURSTS OPEN and the REDEEMER EMERGES like some mechanized hero.

The rescue armor steps closer, each foot settling, with a DOOM. Methodical. Like a machine. DOOM. DOOM. DOOM. The armor stops, plants its feet, and stands up straight.

THE REDEEMER OPENS REVEALING THE VICTIM INSIDE. Covered with soot. He looks like he needs to get to a hospital.

The man steps out of the rescue armor...and takes a bow.

HANDS ARE CLAPPING. Dozens of them. The hands belong to FIREFIGHTERS, DOCTORS, POLICE OFFICERS, and POLITICIANS. They look like they've just seen the best show in town.

The flames engulfing the tenement EXTINGUISH THEMSELVES, and CEILING LIGHTS reveal that the "burning building" was nothing but a fake facade on a stage in an auditorium....

INT--THE LARGE AUDITORIUM--DAY

TWO SHAPELY HOSTESSES step on either side of the supposed "victim" and PULL OFF HIS FILTHY CLOTHING--clearly they were made to just fall away--revealing the EXPENSIVE SUIT beneath: TONY STARK flashes a confident showman's grin.

The AUDIENCE CLAPS LOUDER. Tony is handed a MICROPHONE by a THIRD HOSTESS, and a TOWEL by the FOURTH. He wipes his face clean as he raises the microphone to his mouth:

TONY
Welcome...to *Stark Industries*.

The AUDIENCE CLAPS BRIEFLY LOUDER before the sound falls away as Tony steps toward them and they take their seats.

TONY
The Redeemer Rescue Armor will swim beneath the ocean to save stranded divers. It will rocket into orbit to bring back lost astronauts. It will enter a burning building, and carry out the wounded--just as you saw here today--keeping the victims alive inside of its medical cocoon.

Tony stops, and takes a moment to look over the audience. As if wanting each and every one of them to feel welcome.

TONY
Now, I enjoy putting on a good show. And as you may have already guessed, I can't resist a dramatic entrance.

There is CHUCKLING. Tony waits a moment for it to pass, and when he begins again, his expression is quite sober:

TONY
I take the time and effort to put on a good show because I've already spent the better part of the decade trying make this dream a reality.

Short pause. Tony appears nearly overcome with emotion.

TONY
It is my dream. I hope you'll make it yours as well. Now please enjoy your day here, and accept my thanks.

The AUDIENCE CLAPS LOUDLY, and Tony Stark smiles. Wide.

INT--A DARK CONFERENCE ROOM--DAY

A screen is displaying the events that transpired above. It suddenly BLIPS OFF, and JEREMY BLAND steps into view holding the REMOTE CONTROL. He appears to scan the room.

BLAND
Gentlemen, what you have just seen is the civilian "rescue" prototype.

Bland dramatically KLIKS the remote and behind him IMAGES OF THE REDEEMER RESCUE ARMOR appear. But it is not the armor we saw before: the screens are playing SIMULATIONS OF MILITARY BATTLEFIELD ARMOR. Bland steps to one side.

CAMERA MOVES, past IMAGES OF ENORMOUS WEAPONS moving into position on the armor's shoulders and arms and legs. The Rescue Armor re-thought and re-cast as a walking one-man infantry division. Now the rockets and the flamethrowers and the rifles FIRE IN UNISON. It is horrifying imagery.

BLAND (O.S.)
The Redeemer Battlefield Armor will come equipped with a full arsenal of anti-tank and anti-aircraft missiles, flame-throwers, and the usual assortment of automatic soft-target rifles.

CAMERA MOVES, past images displaying HIGH-TECH VIEWSCREEN READOUTS. What any soldier wearing the armor might see.

BLAND (O.S.)
Of course, every suit of armor will feature the *Stark Satellite Tracking System,* enabling each and every one of your infantrymen to pinpoint his exact location on the surface of the globe. And the already very successful *Stark Battlefield Sensor Array* will detect far-off enemies, as well as chemical and biological weapons, land mines and booby traps.

CAMERA MOVES, past images displaying a HIGH-TECH INTERIOR WITH AUTOMATIC MEDICAL INSTRUMENTS that work on soldiers repairing damaged tissue. Like having a computer surgeon built right in. SCALPELS AND NEEDLES pierce the wounds.

BLAND (O.S.)
The medical capabilities of the suit make mobile hospital units obsolete, since wounded soldiers will receive medical treatment while still inside of the armor--*and while still on the field of battle*--after which a series of stimulant injections returns the wounded soldier to "fighting status."

CAMERA MOVES, over FIERY APOCALYPTIC IMAGES OF AN ARMY OF ARMOR-CLAD SOLDIERS MARCHING OVER A BOMBED-OUT LANDSCAPE.

BLAND (O.S.)
Gentlemen. *Stark Industries* has always been proud to meet your needs in advanced weapon systems.

At the far end of a long CONFERENCE TABLE, nearly lost in shadow, are a ROW OF STIFF AND GRIM-LOOKING MILITARY MEN. Bland leans over the table. He is a consummate salesman:

BLAND
Now we're pleased to give you the 21<u>st</u> Century Fighting Man...<u>today</u>.

INT--EXECUTIVE MEETING ROOM--DAY

TONY STARK sits at the head of a table surrounded by his EXECUTIVE STAFF. The STARK LOGO on the wall behind him.

TONY
No.

The executives lining the sides of the table stare at him a moment, as if waiting for more. When it doesn't come, they turn in unison to stare at the far end of the table:

JEREMY BLAND stands at the other end, looking speechless. A busy collection of SALES GRAPHS, MARKET EXTRAPOLATIONS, AND PRODUCT SPECS for the proposed military battle armor surround him. Stopped in the middle of his presentation.

BLAND
Excuse me?

And now the executives turn their heads back toward Tony. He is not yelling or raising his voice. Just being firm.

TONY
I built the Redeemer as a rescue device, not as a weapon. And it will never become a weapon. Not as long as I live and breathe...

Short pause. Tony smiles, briefly. Interestingly enough it is only within the smile that his anger shows through:

TONY
...and own 55% of this company.

Bland does not look threatened, so much as dumbfounded.

BLAND
To be honest, I'm dumbfounded by your attitude, Tony. This armor will be the biggest thing since the *Stark Smart Bomb*--

TONY
(interrupting)
Jeremy. I realize that pursuing this line of development is your job, and because you do your job so well I'm willing to repeat myself one more time--but only one more time.

The executives split their furtive glances between Tony and Bland, with the kind of morbid fascination that makes for good water-cooler gossip. But one executive at the table seems different: PEPPER POTTS adjusts the glasses on her face, and just watches Tony, as if evaluating him.

He stares over the room with a look that signals the end.

TONY
No.

INT--ARMOR HOLDING FACILITY--DAY

The facility looks like some high-tech jail cell with its barren metal walls. The ELECTRONIC COCOON IN THE CENTER OF THE ROOM is open revealing the REDEEMER RESCUE ARMOR stored inside, dramatically backlit by the lights within.

TONY is alone in the facility staring up at his creation. No sound but the HUMMMMMMMMMM from the armor. And then:

PEPPER (O.S.)
Mr. Stark?

Tony turns a bit, and sees PEPPER POTTS at the entrance. He looks like he doesn't want to be disturbed right now.

TONY
(a bit flat)
Ms. Potts, what can I do for you?

Pepper takes a step inside. Stares at his back a moment.

PEPPER
I wanted to tell you that this is not going to be easy.

Tony frowns and turns completely around, as if surprised.

TONY
Excuse me?

PEPPER
No one is going to understand why the top manufactorer of advanced weapon systems no longer wants to make weapons. No one is going to want to understand your reasoning.

TONY
(intrigued)
And, why are you telling me this?

PEPPER
Because I've worked here for three years, putting in my time, cashing my paycheck and frankly not giving a damn about *Stark Industries*, other than what it could do for my career.

TONY
And now?

PEPPER
Now, I might have a reason to care.

Tony looks Pepper over. Not like the way you look over someone you know. As if meeting her for the first time.

TONY
I see. Well thank you...Virginia, isn't it?

PEPPER
Pepper. Everyone calls me Pepper.

Tony nods, a little, as Pepper turns and starts for the door. But before she gets there, Tony calls out to her:

TONY
I'm curious, Pepper. Do you think you understand my reasons?

Pepper stops inside the doorway. She looks back, with:

PEPPER
Well, I just assumed you'd like to be remembered for making something that actually saved lives--instead of taking them--for a change.

...and Pepper leaves. Tony stands there for a moment, staring at the empty doorway, with some sadness in his expression. Then he takes one last look up at the armor.

Tony walks to the door. Places his hand on a TOUCH PAD:

TONY
Secure the facility.

ARTIFICIAL VOICE
Good-bye, Mr. Stark.

Tony leaves. The AUTOMATIC DOOR SLIDES SHUT behind him, and the Redeemer cocoon in the center of the room CLOSES. A moment later, a MAZE OF DEADLY FLOOR-TO-CEILING LASER BEAMS appear sealing off the armor. The lasers HUMMMMMM.

INT--JEREMY BLAND'S OFFICE--DAY

JEREMY BLAND storms into his office and immediately SLAMS the door. Then he just stands there, right inside of the door, enraged. He seethes a while before storming across the office floor and SLAMMING HIS BRIEFCASE down on the desktop. He leans over the desk. Stares down. Furious.

VOICE
Are you feeling...unappreciated, Missster Bland?

Bland stares at the desk for a moment, like he's not sure he heard it. Then he stands up straight and immediately turns around as if expecting someone to be here with him.

The office is empty. The voice is a RASPING HORROR. It sounds like somebody speaking with a hole in his throat:

VOICE
Why don't you sssssssit down?

Bland looks around, all around. And above him. Then he tentatively moves around the side of the desk, and sits. But at the edge of the chair. Nervous. Staring ahead.

Suddenly, his COMPUTER BLIPS ON. Bland jerks a little, and watches his screen CASCADE WITH IMAGES OF THE BATTLE ARMOR he showed the generals. Bland watches the screen.

VOICE
Turning the Redeemer Rescue Armor into a weapon of destruction is a morally unconscionable act. Only an amoral man who is engaged in an endless pursuit of wealth at the expense of his own humanity would even entertain such an idea...let alone pursue it with vigor.

Bland sits there. As if afraid to move. He just waits.

VOICE
I like the way you think, Jeremy.

BLAND
(uncomfortable)
Uh...thank you.

There is a TELEVISION SCREEN across the room. The screen BLIPS ON, and casts an EERIE GLOW across the room. We don't see the picture though it's clear that Bland does.

VOICE
You are welcome. But we have a mmmmmmmmutual problem, don't we?

BLAND
A...problem?

Bland stares at the television. As if repulsed. Still, we don't see the image. Shadows flicker across his face.

VOICE
Yes, Mr. Bland. A problem. His name izzzzzz Anthony Stark.

EXT--OUTSIDE STARK INDUSTRIES--NIGHT

A LIMOUSINE pulls up in front of *Stark Industries*, as if pulling up to the Academy Awards. A RED CARPET is lined on either side by a densely-packed CROWD being held back by ropes and SECURITY TEAMS. SIGNS are swaying above the crowd: "STARK BURN IN HELL!" next to "WE LOVE YOU TONY!"

A grim SECURITY MAN looks around, brings one hand to his earpiece and listens a moment, then opens the limo door:

TONY STARK steps out with a smile and waves to the crowd.

INT--STARK INDUSTRIES LOBBY--NIGHT

A TELEVISION REPORTER holds a MICROPHONE near her face as she smiles into the camera. TONY is entering behind her.

JOURNALIST 1
Behind me is Anthony Stark himself: inventor; billionaire; founder and CEO of *Stark Industries;* voted for a fifth consecutive year one of our "top ten" most eligible bachelors; a man as comfortable locked inside of a laboratory as he is strolling the manicured lawn of an exclusive country-club.

Tony walks down a CORRIDOR OF SCREAMING WOMEN barely held back by the ropes, and looks to be enjoying every step of the way. Suddenly PEPPER POTTS angles beside him looking concerned. Tony leans close as Pepper begins whispering:

PEPPER
The media is hitting us hard, boss, saying this marks the beginning of the end for *Stark Industries*.

Tony smiles, and nods, as if she just told him something simply lovely. Pepper immediately slips away, and Tony enters an area with REPORTERS thrusting out MICROPHONES:

JOURNALIST 2
Your critics, Mr. Stark, label you an amoral industrialist making his fortune selling high-tech weaponry. Is that behind the changes going on here at *Stark Industries*? Is Tony Stark trying to clean-up his image with the new Redeemer Rescue Armor?

Tony nods, a little. As if he appreciates this question.

TONY
Well it's true that *Stark Industries* profited--greatly--from the military applications of its technology. But I'm not prepared to offer an apology. This country was involved in a "cold war"--and it is entirely correct for a society to protect itself.

JOURNALIST 3
And now that the cold war is over?

TONY
And now, ethical thinking dictates constraints on the development of high-tech weaponry, once that weaponry no longer serves the purpose of defending oneself, one's family, or one's country.

Tony starts to move down the row, but stops as he hears:

JOURNALIST 2
So, this is about ethics, afterall.

TONY
"Ethics" and good business are not incompatible--that's a concept you folks in the media often find very convenient to overlook, yes?

JOURNALIST 4
The Redeemer Armor is an interesting choice of name: doesn't redeem mean to "save from a state of sinfulness?"

Tony steps close to this reporter. As if quite friendly.

TONY
There you go trying to characterize me as some kind of repentant sinner, like your colleague back there.

Tony starts to walk off, and his smile fades, just a bit.

TONY
Another definition of redeem simply is "to rescue"--and hence, the name.

JOURNALIST 5
Wouldn't you make more money selling "Redeemers" to the military complex?

Tony stops at the new reporter. Microphones in his face.

TONY STARK
Truthfully, yes. But I suspect that we at *Stark Industries* can afford to take in a bit less profit this year.

The reporters around him OOH and AAH as if stunned. Tony knows what's coming and his face relaxes with good humor.

JOURNALIST 5
We can't believe what we just heard! I wonder how many *Stark* shareholders out there just fainted dead away?

Tony looks for the closest camera. Stares right into it:

TONY
Well, when they come around, I hope they consider that *Stark Industries* will have to carve out a place for itself in the coming century; hopefully, a more peaceful century than the one we're about to leave behind.

JOURNALIST 6
Isn't this all easy to say, when coming from a man who is already a billionaire, several times over?

Tony has reached the end of the column of reporters. His smiling facade fades a bit, and he looks a little tired.

TONY
No. It isn't easy at all.

...and with that, Tony steps out into the spacious lobby. The place is DECORATED FOR THE PARTY TO END ALL PARTIES. Pepper reappears at his side, right on cue. She smiles:

PEPPER
Ready to meet your adoring public?

Pepper leads him into a mass of WELL-DRESSED GUESTS. The MUSIC AND THE NOISE OF THE CROWD IS DEAFENING. They stop at a GROUP OF SMILING MEN and Pepper makes introductions. Tony shakes their hands, says something, and they LAUGH.

Tony and Pepper smile and continue on through the CROWD, stopping, but only for a moment, to shake a hand or wave. They pass a MOCK-UP OF THE REDEEMER decorating the lobby.

EXT--AN INDUSTRIAL ROOFTOP--NIGHT

A FIGURE LOST IN THE SHADOWS moves silently across a roof

mazed with pipes spewing STEAM into the air obscuring the view. The figure is carrying a HIGH-TECH METALLIC CASE.

The shadowy figure crouches down at the edge of the roof, and opens the case, revealing a HIGH-TECH SNIPER'S RIFLE cradled within. The figure raises the rifle. Points it.

CAMERA'S P.O.V. THROUGH THE TELESCOPIC SIGHT seeing what the sniper sees: A building with the letters S-T-A-R-K emblazoned against the night sky. It appears miles away.

CLOSE-UP of a FINGER on the TRIGGER. It waits. And then pulls the trigger to a sound like a muted ROCKET LAUNCH.

EXT--CLOSE-UP OF THE BULLET--NIGHT

THE SMART BULLET hurls through the night air. The bullet is long, and the exterior detailed with instrumentation. Like a miniature Apollo moon rocket. The FIRST STAGE FIRES and the bullet rockets ahead, even faster, riding a glowing hot FLAME, the DISCARDED PIECES spiraling away.

INT--STARK INDUSTRIES LOBBY--NIGHT

TONY and PEPPER wind through the CROWD. They smile wide.

EXT--CLOSE-UP OF THE BULLET--NIGHT

THE SMART BULLET FIRES A MINIATURE THRUSTER and turns a corner, the city lights just a blur. OPPOSING THRUSTERS FIRE and the smart bullet rounds another corner, heading straight for the letters S-T-A-R-K. The SECOND BOOSTER FIRES. The bullet rockets toward the Stark Building and

INT--CLOSE-UP OF THE BULLET--NIGHT

THE SMART BULLET bursts through a tiny EXHAUST VENT and hurls down the building's VENTILATION SYSTEM, turning at one junction, then another, the metal walls just a blur.

INT--STARK INDUSTRIES LOBBY--NIGHT

TONY and PEPPER wind through the CROWD. They smile wide.

INT--CLOSE-UP OF THE BULLET--NIGHT

THE SMART BULLET STOPS. Hovering in front of a GRILL set into the shaft wall that reveals a CORRIDOR beyond. Down

inside the corridor a PAIR OF SECURITY GUARDS are visible walking past, and the bullet waits, tiny MANEUVERING JETS FIRING to keep it in place. Down inside the corridor the guards disappear around a corner--and THE THIRD BOOSTER FIRES. The bullet BURSTS THROUGH THE GRILL, across the corridor, and into the next series of VENTILATION SHAFTS.

INT--STARK INDUSTRIES LOBBY--NIGHT

TONY and PEPPER reach the far end of the lobby when Tony sees someone coming his way. He nudges Pepper, and she smiles wide as she greets MORE GUESTS, blocking their way quite effectively as Tony smoothly slips through a door.

INT--STARK BUILDING OFFICES--NIGHT

TONY makes his way through an enormous floor filled with cubicles. He doesn't have much expression on his face. Walking up now to an IMPOSING SET OF DOORS and entering:

INT--ANTHONY STARK'S OFFICE--NIGHT

TONY enters a spacious office, closing the double doors. Immediately, he leans back against them. Like he would have just fallen to the floor if the doors weren't there.

For the first time since leaving the party, Tony allows his expression to soften, as if he thinks that he can let himself look exhausted now that he's behind closed doors.

Tony rubs at his face, his eyes closed, releasing a long much-needed EXHALE. After a moment, he opens his eyes, rather vacantly, not looking at anything in particular. But then his eyes seem to focus on something. He frowns:

TONY'S P.O.V. THE SMART BULLET IS HOVERING IN THE AIR on the far side of the office. It is pointing right at him.

THE FINAL BOOSTER FIRES and the bullet hurls across the room, the DISCARDED PIECES falling away, revealing what finally looks like a common everyday bullet. The BULLET STRIKES TONY POINT-BLANK IN THE CHEST. Right where his heart would be. His body SLAMS hard against the doors.

Tony hangs there a moment, his expression not pained so much as vaguely surprised, before crumpling to the floor.

INT--STARK BUILDING KITCHEN--NIGHT

The FOOD looks too beautiful to eat but a LINE OF WAITERS

grab tray after tray and march out through the swinging doors. CHEFS stir large steaming pots. CATERERS PUSHING METAL CARTS CARRYING DELICACIES stream into the kitchen.

CAMERA MOVES, slowly, through the kitchen, past the chefs and the ovens and the stovetops, around the counters with their chopped vegetables, to a GROUP OF EMPTY METAL CARTS loosely collected to one side, as if rolled out of the way. Camera moves, over the tops of the carts--there are dozens--and finally down, descending between two of them, no different from any of the other carts, toward a BOTTOM DRAWER. A small drawer. No more than three feet long.

Moments pass. The metal drawer doesn't do anything. And then it does: THE REFLECTION IN THE SURFACE OF THE METAL CHANGES. Just a bit. As if the drawer moved? A moment passes and THE DRAWER SLOWLY SLIDES OPEN. All by itself.

A MAN IS FOLDED UP INSIDE THE DRAWER. His head somehow lying flat on his chest. His legs bent at the knees, and the thigh, so that the legs rest on his torso, on either side of the head. A man folded into a three-foot space.

Call him JIGSAW as he RAISES HIS HEAD above the level of the drawer, his neck at a ninety-degree angle from his chest. He looks around. Suddenly, his LEGS UNFOLD, knee joints bending the wrong way, rising up into the air like a spider's legs, his feet coming to rest on the floor. Jigsaw GETS OUT OF THE DRAWER. By the time he is upright his head has moved into its proper position, and his ARMS HAVE UNFOLDED. He is dressed like one of those waiters.

Jigsaw calmly steps from between the carts, raises a TRAY OF FOOD onto his shoulder, and walks out of the kitchen.

INT--STARK BUILDING HALLWAY--NIGHT

A GROUP OF WOMEN WEARING LONG GOWNS emerge from the crowd and start down an ornate hallway toward the door clearly marked "LADIES." They are all LAUGHING. Having a great time. Their laughing dies down, about to fade out, when one of them BURSTS OUT LAUGHING AGAIN, the others joining in as they push through the door and disappear from view.

But one of them does not enter. Upon reflection it seems clear that she was never with them at all. Just walking a few feet behind them. This woman looks like she never laughs. LONG GLOVES COVER HER ARMS. She walks past the restroom to an intersection. Turns and walks down a new corridor up to a very imposing door marked NO ADMITTANCE.

The HIGH-TECH SECURITY MECHANISM ON THE DOOR looks more like a computer terminal than a lock. The woman stares

at the door a moment. Then, she calmly begins to remove one of her gloves, carefully rolling it down her arm, and over the elbow, her smooth soft flesh suddenly giving way to something quite different: HER HAND IS MADE OF METAL.

Call her VIRUS as she raises the hand into the air. It is not just metal. The surface is moving. Writhing. As if MADE-UP OF MILLIONS OF MINIATURE UNDULATING MECHANICAL PARTS. Virus touches her hand to the door mechanism and BLACKNESS SPREADS OVER THE INSTRUMENTS. As if circuitry from her hand is spreading to the circuitry of the door.

The lock KLIKS. The door opens and Virus steps through.

INT--STARK INDUSTRIES LOBBY--NIGHT

A WELL-DRESSED MAN HOLDING A DRINK walks along the outer edge of the lobby, looking over the walls, as if admiring the art. He comes across a door, and stops, taking a sip from his drink, casually. Like he just stopped a moment.

His free arm is resting at his side. Near the door knob.

CLOSE-UP of his hand as ONE OF THE FINGERTIPS SWINGS OPEN --as if connected by a hinge--AND A FILAMENT UNSPOOLS OUT OF THE FINGER. With a backward flick of his wrist, the FILAMENT CUTS THROUGH THE LOCK, and the door swings open.

The man turns around and smoothly slips out of the lobby.

INT--SMALL MAINTENANCE ROOM--NIGHT

The WELL-DRESSED MAN HOLDING A DRINK now stands inside of a storage room. Rows of mops and buckets line the space, not much bigger than a closet. There is no place to go.

CLOSE-UP of that FINGER as MORE OF THE FILAMENT UNSPOOLS.

Call him WHIPLASH as he calmly flicks his wrist, a few strokes horizontally, a few vertically. Nothing happens for a moment. Whiplash takes another sip from his drink.

AND A PIECE OF WALL FALLS AWAY REVEALING THE ROOM BEYOND.

INT--AVERAGE-LOOKING OFFICE--NIGHT

WHIPLASH steps inside an office as the DUST SETTLES. He does not stop or hesitate, just flicks his wrist, again, the FILAMENT SLICING THROUGH THE AIR. For a moment there appears no effect. Then THE DESK AND CHAIR SEPARATE INTO PERFECTLY-CUT PIECES. THE PICTURE ON THE WALL SPLITS IN

TWO, each half swinging away from the other. HALF OF A POTTED PLANT resting on a computer terminal PLOPS over onto its side, then HALF OF THE COMPUTER does the same.

A SECTION OF WALL FALLS INTO THE NEXT ROOM as Whiplash takes a sip of his drink, and steps through the new door.

INT--STARK INDUSTRIES LOBBY--NIGHT

The WELL-DRESSED GUESTS are holding drinks and huddled together staring up at a GIANT TELEVISION SCREEN as an OFFICIAL STARK PRESENTATION begins to resounding CHEERS:

ON THE SCREEN. The *Stark* logo appears, and the OFFICIAL STARK THEME MUSIC plays, as images rush across the huge television: exteriors of *Stark Industries* headquarters; interiors of spacious offices; a montage of happy smiling *Stark* employees; stills of state-of-the-art laboratories; and imposing panoramas of automated manufacturing lines.

And the STARK THEME MUSIC keeps on. Happy and bustling.

INT--ANTHONY STARK'S OFFICE--NIGHT

CAMERA MOVES along the floor over a MESSY TRAIL OF BLOOD as we still hear the HAPPY BUSTLING STARK THEME playing.

INT--STARK INDUSTRIES LOBBY--NIGHT

A PORTRAIT OF TONY STARK appears on screen with the words "OUR FOUNDER" and the WELL-DRESSED GUESTS CLAP AND CHEER.

INT--ANTHONY STARK'S OFFICE--NIGHT

TONY crawls across the floor. He looks pale. Very weak. Near death. He moves, slowly, on shaking bloody hands. No sound but his breathing. RAGGED DESPERATE BREATHING. He reaches out with a bloody hand to pull himself along, inching forward, at an agonizingly slow pace, his head to the floor, as if trying to find some tiny thing on the carpet. His face without expression. Clearly, in shock. No sound but his BREATHING. Painful tortured BREATHING.

INT--A CENTRAL SECURITY HUB--NIGHT

THREE SECURITY GUARDS man a station lined with monitors. Suddenly there is a SLICING SOUND. One of them hears the sound and frowns for a moment, sitting back in his chair. There is nothing else. The guard shrugs it off. And a

SECTION OF THE WALL FALLS INTO THE ROOM with a DOOOOOOOM.

WHIPLASH steps in extending his palms toward the guards:

CLOSE-UP of his HANDS. A square in the center of each palm OPENS. Like a little mechanical door in each hand. DOZENS OF CORDS shoot from them THWIT THWIT THWIT THWIT.

The cords hurl through the air and WRAP AROUND TWO OF THE SECURITY GUARDS TYING THEM TO THEIR CHAIRS. First their torso, and arms, then their legs. In seconds. They have no time to react. When they finally open their mouths to yell, the LAST CORD WRAPS AROUND THEIR FACE gagging them.

Whiplash turns as the Third Security Guard pulls out his GUN. Whiplash extends his arm and a FILAMENT LASHES OUT.

CLOSE-UP of the GUN. Nothing happens for a moment. Then PIECES OF THE BARREL BEGIN TO FALL AWAY. Like a sausage that's been sliced. First the metal tip drops off, and then the next piece, and the next, moving down the length of the gun. The last sliced piece drops away and, just when it seems over, SO DOES THE TIP OF THE GUARD'S THUMB.

The security guard is holding nothing but a handle in his palm. Top of his thumb gone. His mouth opens to scream but with a THWIT THWIT THWIT he is propelled backward and FASTENED TO THE WALL. The last cord gagging his screams.

Whiplash calmly ambles out, leaving the security guards tightly bound. The two sitting down slowly drift across the room, spinning a little, as their chairs gently roll.

INT--REDEEMER ARMOR FACILITY--NIGHT

The Redeemer Armor holding facility is CRISS-CROSSED BY A FLOOR-TO-CEILING MAZE OF DEADLY LASER BEAMS. Impassable. The ENORMOUS REDEEMER COCOON in the center of the floor.

On the ceiling is a SMALL VENT. Far too small to offer entrance. Or is it? The GRILL lifts away, and JIGSAW lowers his head down through the ceiling, looking around.

Jigsaw wiggles from the vent, his SHOULDERS GONE, shifted around out of place. His whole body seems to be WRAPPED LIKE A CYLINDER. He clears the vent, and now the CABLE slowly lowering him down is visible. Jigsaw reaches the maze, and BEGINS TO SERPENTINE THROUGH THE LASER BEAMS:

His SPINE BENDS BACKWARDS. His NECK AT RIGHT ANGLES to his chest. His ARMS AND LEGS BEND AT JOINTS THAT SHOULD NOT BE THERE. Slowly the cable lowers Jigsaw toward the floor, his body sneaking through the maze, his joints

WHIRRING, like tiny gears, without touching the lasers.

He reaches the floor SPREADING OUT LIKE A MAN WITH EVERY BONE IN HIS BODY BROKEN, his back bent, his limbs twisted around and between the beams. And slowly Jigsaw begins to move across the floor, like some horrific human snake.

INT--STARK BUILDING CORRIDOR--NIGHT

VIRUS steps up to what looks like a closed bulkhead. She places her UNDULATING METAL HAND on the WALL CONTROLS and a BLACKNESS SPREADS over the circuitry. The HATCH OPENS.

INT--REDEEMER ARMOR FACILITY--NIGHT

JIGSAW snakes his way to the wall, rising onto his feet, like an unfinished human puzzle. JOINTS STILL NOT IN THE RIGHT PLACE. He raises an electronic DEVICE that directs him to a panel. With a CHINK, a tiny SCREWDRIVER EXTENDS FROM HIS FINGERTIP, and Jigsaw begins removing the panel.

INT--STARK BUILDING CORRIDOR--NIGHT

VIRUS nonchalantly continues down the corridor to another door and places her WRITHING METAL HAND on the TOUCH PAD.

INT--REDEEMER ARMOR FACILITY--NIGHT

JIGSAW removes the wall PANEL revealing INNER CIRCUITRY. He reaches in, disconnecting a circuit: Immediately the SECURITY MAZE DISAPPEARS. At that exact moment, the door opens revealing the corridor outside, and VIRUS steps in.

ARTIFICIAL VOICE
Security breach. You have 5 seconds to enter your identification code... 4 seconds...3 seconds....

Virus touches her UNDULATING METAL HAND to the TERMINAL beside the door and BLACKNESS SPREADS over the circuitry.

ARTIFICIAL VOICE
...2 seconds...1 second...0 seconds.

Jigsaw and Virus wait for what it will say next. Pause.

ARTIFICIAL VOICE
Access is approved.

They look pleased. PART OF THE WALL FALLS into the room,

and WHIPLASH enters. All three gaze at the COCOON. Like thieves eyeing the loot. Whiplash speaks into his wrist:

WHIPLASH
The Redeemer prototype is now ours.

Jigsaw hits a button and the cocoon BEGINS TO OPEN. They shield their eyes from the LIGHT but look too excited to turn away. Then their expressions change. To disbelief.

The enormous cocoon in the center of this room is EMPTY.

INT--ANTHONY STARK'S OFFICE--NIGHT

TONY crawls across the floor. Leaving behind a trail of blood. He stares down at the carpet, in shock, like he's not looking where he's going. Tony crawls all the way up to a wall, and just stops there--stuck--as if he crawled in the wrong direction. For a moment, there is only his tortured rasping BREATHING. Finally he manages to utter:

TONY
It's...me.

There is a MMMMMMMMMMMMM as the WALL IMMEDIATELY OPENS.

INT--IN A HIDDEN LABORATORY--NIGHT

A high-tech laboratory is hidden behind the wall. At the far end of the room rests an ELECTRONIC COCOON identical to the one above. Slowly, TONY crawls into the facility.

ARTIFICIAL VOICE
Good evening, Mr. Stark.

Tony crawls across the floor. Leaving a trail of blood.

TONY
Run...m-medical...simulation.

ARTIFICIAL VOICE
Please remember to always speak in
a loud clear voice.

Tony crawls across the floor. It takes a moment before:

TONY
(tortured but louder)
Run medical simulation.

There is a MMMMMMMMMM as the COCOON ROTATES, and OPENS, REVEALING THE REDEEMER ARMOR. It is cold and industrial.

TONY
Prepare...to accept...test subject.

There is a DEAFENING INDUSTRIAL WHINING as the front of the REDEEMER OPENS UP revealing the INNER CAVITY designed to accept a human form. The entire mechanism moves with a DOOOOOM as it appears to crouch, as if making access to it easier. EXHAUST begins to billow from its many ports.

Tony crawls to the base of the Redeemer. Face without color. Looking very near death. Above him, the GLOW OF THE INTERIOR is blinding. Tony slumps lifelessly to the floor at its feet. Just lying there now. He looks dead. Long seconds pass before he finally speaks, in a whisper:

TONY
...rescue mode...

Immediately there is a DEAFENING INDUSTRIAL WHINE and the Redeemer armor bends over and LIFTS TONY OFF THE FLOOR.

INT--THE REDEEMER INTERIOR--NIGHT

TONY suddenly opens his eyes--wide--and SCREAMS as he is pulled into an upright position inside the sterile white cavity of the REDEEMER. MEDICAL INSTRUMENTS EMERGE AND ATTACH THEMSELVES to his body. Tony doesn't move. Just stares into space, his mouth still open in the scream he finished moments ago. A NEEDLE appears and enters the back of his neck. His face relaxes. His eyelids close.

ARTIFICIAL VOICE
Redeemer medical simulation...number seven thousand three hundred ninety-eight. Commencing medical analysis: subject inside Redeemer has suffered a penetrating chest injury, possibly caused by a gunshot wound or fragmentation missile. Initiating computer tomography scans to determine status of test subject's internal organs...

Tony's head bobs forward a bit, and from side-to-side, as DIAGRAMS OF A BULLET LODGED IN HIS HEART run on a screen.

ARTIFICIAL VOICE
Projectile has penetrated the right ventricle of the heart severing the chordae tendineae, and resulting in an atrioventricular valve inversion. Irregular contractions of the right atrium are disrupting blood flow of the superior and inferior vena cava.

There is a short pause. And suddenly, GRIPS EXTEND FROM THE INTERIOR WALL, holding his head in one place. As if something is about to happen requiring that he not move.

ARTIFICIAL VOICE
Invasive medical procedure required.

There is the HIGH-PITCHED WHINING OF A SAW BLADE followed by the FLESHY SOUNDS OF SURGERY. Tony slowly opens his eyes, his expression vaguely alert, as if he realizes what is happening, but only just, his glassy eyes staring ahead during WET SOUNDS OF THINGS MOVING INSIDE HIS BODY.

Tony's mouth slowly drops open in a look of surprise. As if in slow-motion. But he utters no sound. Tony stares ahead unable to move as the armor around him HUMMMMMMMS.

INT--STARK INDUSTRIES LOBBY--NIGHT

PEPPER looks over the moving mass of WELL-DRESSED GUESTS, as if searching for someone. She spots somebody, and winds through the crowd, tapping a man on the shoulder:

An EXECUTIVE seen earlier holds a DRINK. He looks happy.

PEPPER
Have you seen Mr. Stark anywhere?

EXECUTIVE
Uh...no. I don't know.

Pepper does not look happy as she scans the crowd again.

PEPPER
(under her breath)
Damnit, Tony. What're you doing?

INT--THE REDEEMER INTERIOR--NIGHT

TONY is suspended in the sterile cavity of the REDEEMER. Although his body is secured in place, he still jerks, as if instruments are being removed from his chest cavity.

ARTIFICIAL VOICE
Temporary corrective procedures are now complete. Subject's heart will continue to function via artificial electrical stimuli furnished by the Redeemer armor chest plate.

That NEEDLE re-enters his neck and there is a FSSSSSSH as Tony suddenly comes alive. His face growing wild. Like

a trapped animal. His BREATHING coming in furious waves.

ARTIFICIAL VOICE
Subject inside Redeemer must proceed to an emergency trauma center triage for immediate cardiogenic surgery to remove foreign body lodged in heart.

Tony's eyes look left. Look right. Like he is trying to take all of this in, as quickly as he can. Where he is. What happened to him and what that voice just told him.

ARTIFICIAL VOICE
The simulation is concluded. Would you like to terminate this program?

Tony seems confused for a moment. Then he looks frantic.

TONY
NO! DO NOT TERMINATE LIFE-SUPPORT!

He waits for whatever is to come, seconds passing before:

ARTIFICIAL VOICE
Redeemer medical simulation, number seven thousand three hundred ninety-eight, now continues.
(short pause)
Subject inside Redeemer must proceed to an emergency trauma center triage.

Tony listens. His eyes moving. As if thinking. Not so frantic, like he realizes he's okay. Formulating a plan. He closes his eyes for a moment, as if steeling himself.

TONY
Get to the hospital...I can do this.
(louder, to the armor)
Maneuvering control to subject--now.

The INTERIOR LIGHTS DIM as EYE SLITS OPEN on the panel in front of him--no, not slits--a set of SMALL RECTANGULAR SCREENS displaying whatever is outside the armor. Tony looks out across the lab at his executive office beyond.

Tony concentrates. Like a person learning to walk again.

INT--IN A HIDDEN LABORATORY--NIGHT

With an INDUSTRIAL WHINE the REDEEMER TAKES A STEP toward the edge of the platform, the foot settling, with a DOOM. Seconds pass. Then the other leg TAKES A STEP. But the foot sets right on the edge, slipping off the platform,

and the Redeemer loses its balance: THE JOINTS AND GEARS WHINE IN PROTEST as the great armor CRASHES TO THE FLOOR.

INT--THE REDEEMER INTERIOR--NIGHT

TONY grimaces in pain as he comes to a rest on the floor.

INT--IN A HIDDEN LABORATORY--NIGHT

Slowly, the REDEEMER armor gets up. Like a giant robotic child trying to walk, rising to its full imposing height, balancing itself. The armor looks clumsy and industrial with its large visible joints and rough segmented plates. EXHAUST billows from its ports. Tony tries another step. Another. Each foot settling on the floor with a DOOOOM.

INT--FAKE REDEEMER FACILITY--NIGHT

JIGSAW raises a BEEPING DEVICE up to his face. VIRUS and WHIPLASH look toward him. As if hopeful. He turns with:

JIGSAW
I'm picking up an energy signature.
The prototype...and it's in motion.

INT--ANTHONY STARK'S OFFICE--NIGHT

The REDEEMER armor lumbers out through the open wall into the office. It looks especially incongruous now that it is out of the sterile lab, and in a normal setting filled with regular furniture. The armor makes it across to the doors, its huge mechanical arms reaching out and SMASHING THEM TO PIECES as the Redeemer lurches into the hallway.

INT--STARK BUILDING OFFICES--NIGHT

The REDEEMER lumbers through the maze of office cubicles, its huge industrial frame much too wide for the space, the armor TEARING THROUGH THE CUBICLES indiscriminately. The Redeemer reaches an intersection and hesitates there.

INT--THE REDEEMER INTERIOR--NIGHT

TONY is inside the inner cavity, the sweat rushing over his face, exhausted, his mouth open GASPING for breath.

TONY'S P.O.V. Tony turns left. ON THE INTERIOR DISPLAY, an EXIT appears inviting, but the route down the corridor

is very narrow. He turns right. ANOTHER EXIT is visible on the screens, farther away, but the path is much wider.

INT--STARK BUILDING OFFICES--NIGHT

The REDEEMER hesitates, deciding on the right direction. There is a sound, nearly drowned out by the armor's hum, a sort of SLICING SOUND. Tony begins to take a step... WHEN THE FLOOR BENEATH HIS FEET DROPS OUT FROM UNDER HIM.

The Redeemer plummets through the floor and out of view.

INT--A DARK DESERTED FLOOR--NIGHT

With a DEAFENING CRASH the REDEEMER armor lands one story below. As if riding some kind of insane elevator. A ROW OF FILING CABINETS have been crushed by the ceiling, and the AIR IS LITTERED WITH PAPER. The REDEEMER lies on its back among the rubble, looking like an unconscious robot.

INT--THE REDEEMER INTERIOR--NIGHT

TONY looks dazed. Lying on his back inside of the armor:

TONY'S P.O.V. On the interior screens, a HOLE IS VISIBLE IN THE CEILING. Perfectly spherical. As if it was cut.

Tony frowns at the image. As if trying to understand it.

INT--A DARK DESERTED FLOOR--NIGHT

This floor is dark save for the light shining down from the perfect hole above. The REDEEMER rises to its feet in the center of the light, turning with an INDUSTRIAL WHINE, as if searching the floor. There is nothing here.

Just broken cabinets. Paper coming to rest on the floor.

INT--THE REDEEMER INTERIOR--NIGHT

TONY struggles to turn the REDEEMER. It looks difficult. THE INTERIOR DISPLAYS reveal nothing but a dark, deserted floor. His desperate BREATHING ECHOES inside the armor.

ARTIFICIAL VOICE
Subject inside REDEEMER must proceed to an emergency trauma center triage for immediate cardiogenic surgery to remove foreign body lodged in heart.

Tony stops moving. As if he sees something. He squints:

TONY'S P.O.V. On the interior screens, SOMETHING SEEMS TO BE COMING CLOSER. Thin strands that catch the light.

INT--A DARK DESERTED FLOOR--NIGHT

The REDEEMER stands its ground as DOZENS OF CORDS hurl through the air. With an INDUSTRIAL WHINE, Tony raises the Redeemer's thick metal arms but the CORDS WRAP AROUND THE ARMOR catching on the plates and circling the joints.

WHIPLASH steps from the shadows, hands extended and PALMS OPEN. More CORDS shooting out with a THWIT THWIT THWIT.

Tony stumbles backwards, through the rubble, the Redeemer getting tangled, losing its footing as the cords BIND THE LEGS TOGETHER. The armor falls backward CRUSHING A WALL. Tony is caught by the wall. Trapped inside the remains.

INT--THE REDEEMER INTERIOR--NIGHT

TONY watches the miniature screens in front of his eyes:

TONY'S P.O.V. A woman is visible on the screens, looking out of place in a long gown. Smiling. Only her head and shoulders in view. Then VIRUS RAISES HER WRITHING METAL HAND. It moves closer. Taking up the entire display. The screens make every detail of her hand stand out. As if every writhing metal part is visible. Moving closer.

Suddenly, the INTERIOR DISPLAYS FIZZLE. As if something is happening to the armor's systems. THE LIGHTS DIMMING. Tony jerks. GASPING. Like a man having a heart attack.

INT--A DARK DESERTED FLOOR--NIGHT

VIRUS holds her hand to the armor's surface and BLACKNESS SPREADS where her hand makes contact, as if the circuitry from her hand is invading the circuitry of the REDEEMER.

INT--THE REDEEMER INTERIOR--NIGHT

TONY makes HIDEOUS GASPING NOISES. Desperate eyes wide.

INT--A DARK DESERTED FLOOR--NIGHT

ONE ARM OF THE REDEEMER BREAKS THROUGH THE CORDS binding it. VIRUS sees it happen and SOMERSAULTS BACKWARD out of

the reach of the arm. Like a gymnast in an evening gown. The REDEEMER RIPS THROUGH THE REST OF THE CORDS and the remains of the wall crumble away as the armor falls free.

INT--THE REDEEMER INTERIOR--NIGHT

The INTERIOR DISPLAYS FIZZLE...but then return to normal. LIGHTS BRIGHTEN. TONY GASPS. Like a man having a heart attack. But his struggling subsides as we hear his heart beat returning to normal DUH-DUM DUH-DUM DUH-DUM DUH-DUM.

There is a THUD. As if something just hit the Redeemer.

INT--A DARK DESERTED FLOOR--NIGHT

JIGSAW is holding onto the back of the REDEEMER, crouched low, his elbows and knees above the level of his body. Like a human spider scurrying along the metallic surface.

CLOSE-UP of an AIR VENT at the top of the armor's helmet. Jigsaw's HAND lifts up the small GRILL, and slips inside.

INT--CLOSE-UP OF THAT HAND--NIGHT

THE HAND moves down an increasingly narrow air vent. The FINGERS FLATTENING as they go. The path down is made-up of a sequence of 90-degree turns, and the HAND MANEUVERS THROUGH THE TURNS, as if it's made of nothing but joints, the fingers bending backwards. Feeling their way along.

INT--THE REDEEMER INTERIOR--NIGHT

TONY hears something. Above his head, there is about two feet of space, the interior lined with instrumentation, and an AIR VENT. Tony watches, like he can't believe it:

TONY'S P.O.V. A HUMAN HAND is visible on the other side of the vent SCRAPING at the grill. Like a rodent. The grill swings open and the HAND ENTERS THE INNER CAVITY.

With a CHINK, TOOLS EXTEND FROM THE FINGERTIPS: Needles, screwdrivers, and blades. Like a Swiss army knife hand.

And the hand swoops down toward Tony's defenseless face.

INT--A DARK DESERTED FLOOR--NIGHT

The REDEEMER'S mechanized joints WHINE IN PROTEST as Tony reaches desperately for JIGSAW. The armored hands find

him. Jigsaw SCREAMS as his arm is pulled from the vent, looking crumpled and boneless, just flapping in the wind.

Tony throws him to the side and Jigsaw LANDS LIKE A MAN WITH EVERY BONE IN HIS BODY BROKEN; but he stands up unharmed as his joints SNAP back into the right position.

WHIPLASH gestures wildly, as if manipulating a whip, and a FILAMENT LASHES OUT from his hand. Again. And again. The Redeemer jerks left, then right, taking a step back.

Whiplash closes in. THE FILAMENT CUTS INTO THE OUTERMOST SHELL OF THE REDEEMER IN A SHOWER OF SPARKS--but it can't slice through. Whiplash jerks. The filament is stuck.

The Redeemer's hand wraps around the filament and pulls.

Whiplash SCREAMS. The filament yanked from his arm with a SPURT OF MINIATURE ELECTRONICS AND BLOOD. Whiplash falls to one knee, and grabs his bloody mechanical hand.

Whiplash looks desperate. He jerks his other arm and a FILAMENT SLICES ACROSS THE ROOM. For a moment it appears to have missed. THEN THE CEILING CAVES IN BURYING TONY under an avalanche of rubble, desks, and filing cabinets.

The Redeemer is hidden for a moment until Tony HURLS THE DEBRIS AWAY, rising to his feet with an INDUSTRIAL WHINE.

INT--THE REDEEMER INTERIOR--NIGHT

TONY rises from the rubble. His face wild and furious:

TONY'S P.O.V. The floor looks deserted. They are gone. Tony scans the room, and sees a HOLE CUT IN THE WALL, and beyond that, ANOTHER HOLE. And ANOTHER ONE. A makeshift tunnel burrowed through the length of the *Stark* building.

INT--STARK BUILDING HALLWAY--NIGHT

WHIPLASH, VIRUS, and JIGSAW step through a jagged hole cut in the wall. Immediately they start down the hall. Whiplash is favoring his BLEEDING hand. He shares a dour look with the other two before speaking into his wrist:

WHIPLASH
This mission is aborted.

INT--THE REDEEMER INTERIOR--NIGHT

TONY BREATHES like it hurts him. Face drenched in sweat.

ARTIFICIAL VOICE
Subject inside REDEEMER must proceed to an emergency trauma center triage for immediate cardiogenic surgery to remove foreign body lodged in heart.

Tony looks up a little, reacting to the voice around him. His BREATHING IS DEAFENING in the armor. And then again:

ARTIFICIAL VOICE
Subject inside Redeemer--

TONY
(interrupting, exhausted)
I know. Please shut-up. I know... what I have to do...I know.

Suddenly, a pair of TERRIFIED SCREAMS are heard somewhere in the distance. Tony's expression goes blank, but only a moment. Then his face hardens. Any indecision gone.

INT--A DARK DESERTED FLOOR--NIGHT

The REDEEMER runs toward the sound TEARING UP THE FLOOR with every step, its JOINTS AND GEARS WHINING in protest. The armor runs through the hole cut in the wall, then the next, and the next. Disappearing down the jagged tunnel.

INT--STARK INDUSTRIES LOBBY--NIGHT

The WELL-DRESSED GUESTS create a gently undulating sea of tuxedos and long gowns. A door opens: WHIPLASH, VIRUS, and JIGSAW step out, quite nonchalantly, looking like any pair of rich socialites, and a waiter. Fitting right in as they step into the thick mass and disappear from view.

A moment passes. Then a SECURITY GUARD steps up to the door, and stares after them. As if he saw them come in. The Guard looks back at the door, then down at the floor:

CLOSE-UP of a small spot on the floor. A SPOT OF BLOOD.

The Guard lowers his head toward the MICROPHONE set into his shirt collar, and whispers into it as he hurries off.

INT--STARK BUILDING HALLWAY--NIGHT

The REDEEMER reaches an intersection of corridors. With a WHINE, the armor stops, and turns toward the BODIES OF TWO BOUND AND GAGGED SECURITY GUARDS in the foreground. The Redeemer Armor approaches them, and the Guards look

even more frightened, their faces REFLECTED AND DISTORTED IN THE METAL SURFACE OF THE REDEEMER as they both MUMBLE.

Tony starts running again, the armor TEARING UP THE FLOOR with every step, its JOINTS AND GEARS WHINING in protest.

INT--STARK INDUSTRIES LOBBY--NIGHT

WHIPLASH, VIRUS, and JIGSAW wind through the CROWD. Not in a manner that would draw unwanted attention. With a casual haste. BURSTS OF LAUGHTER from those around them.

CUT TO:

PEPPER makes her way through the mass of guests, smiling whenever she makes eye contact with someone. Her latest smile fades when she sees something that makes her stop.

PEPPER'S P.O.V. A GROUP OF SECURITY GUARDS are making their way through the crowd. Not creating a fuss. But walking in a group. With an obvious destination in mind.

Pepper starts making her way toward the Security Guards.

CUT TO:

Virus moves through the crowd. She sees Pepper squeezing between guests, looking odd, and follows her trajectory to the approaching Security Guards. Virus keeps walking, as before, but casually leans toward Whiplash and Jigsaw. As if whispering something. They nod and keep walking.

CUT TO:

The Well-Dressed Guests are sipping drinks and LAUGHING.

CUT TO:

Jigsaw makes his way through the crowd. A SECURITY GUARD steps up behind him, and places a hand on his shoulder.

GUARD
Excuse me, sir.

Jigsaw turns his head around. All the way around. LIKE HIS HEAD IS BACKWARDS. The Guard looks about to scream when Jigsaw's arm DEFIES THE HUMAN SKELETON BY THROWING A PUNCH--a backwards punch--sending the Guard to the floor.

CUT TO:

Virus places her WRITHING METAL HAND on the face of the NEXT SECURITY GUARD and CIRCUITRY SPREADS OVER HIS SKIN.

Virus lets go of him, and the Guard slumps to his knees, his expression blank, his mouth hanging open as circuitry continues to CRAWL OVER HIS FACE AND INTO HIS OPEN MOUTH.

CUT TO:

The Well-Dressed Guests begin to SCREAM. They back away.

Pepper gets on the tips of her toes, but can't see what's going on. She starts to force her way through the crowd.

CUT TO:

Whiplash raises his good hand high above his head and a FILAMENT UNSPOOLS. The GROUP OF SECURITY GUARDS heading his way pull out their GUNS. Whiplash jerks his arm and

HANDGUNS ARE ARCHING THROUGH THE AIR. As if they were knocked out of the guard's hands. The guns accompanied by PIECES OF DETACHED HUMAN FINGERS. There is SCREAMING.

CUT TO:

Pepper pushes through the crowd into an open space--and comes face-to-face with Virus. Virus raises her WRITHING METAL HAND toward Pepper's face...when there is a DOOM. Virus stops, and turns. Whiplash turns. And Jigsaw too. Everyone here turns to look, and there is MORE SCREAMING.

CUT TO:

The REDEEMER ARMOR is standing inside the lobby outside the jagged hole it just put in the wall. The armor rises to it full height, with an INDUSTRIAL WHINE, and turns.

CUT TO:

Whiplash jerks his arm and sends the filament toward the decorative columns lining the lobby. THE FILAMENT SLICES THROUGH ONE OF THE COLUMN. Then another. And another.

CUT TO:

THE COLUMNS SLIP OUT OF PLACE and the CEILING CRACKS. The cracks become bigger and PIECES OF CEILING BEGIN TO FALL.

CUT TO:

The Well-Dressed Guests filling the lobby SCREAM and run.

CUT TO:

The CRACKS SNAKE ACROSS THE ENTIRE CEILING threatening to bury everyone inside. The Redeemer Armor runs toward the

nearest column. JOINTS WHINING IN PROTEST. The REDEEMER STOPS THE COLUMN FROM FALLING AND RIGHTS IT INTO PLACE.

CUT TO:

A moving blur of tuxedos and gowns run toward the doors. Whiplash, Virus, and Jigsaw moving along with the crowd.

CUT TO:

Pepper helps an OLDER COUPLE up onto their feet and they run toward the exit. THE CEILING FALLS all around them.

CUT TO:

The mass of bodies flood out through the doors SCREAMING.

INT--THE REDEEMER INTERIOR--NIGHT

TONY struggles to hold on. His face contorted in pain.

ARTIFICIAL VOICE
Subject inside Redeemer must proceed--

INT--STARK INDUSTRIES LOBBY--NIGHT

The REDEEMER ARMOR holds the enormous column in place as the last few remaining people evacuate the doomed lobby.

The Redeemer releases its hold and the COLUMN CRASHES TO THE GROUND bringing the REST OF THE CEILING DOWN with it. The armor stands its ground inside the shower of rubble.

As the DUST BEGINS TO SETTLE the entire lobby is in view. The ceiling and sections of the walls missing. But it is oddly quiet. Some SMALL PIECES CLATTERING to the floor.

The Redeemer stands alone amid the destruction, like some great mechanical god out of a futuristic myth. No sound can be heard from inside of the armor. No sound at all.

INT--THE REDEEMER INTERIOR--NIGHT

Inside the armor, there is DEAFENING LAUGHTER. TONY is euphoric. He looks exhausted, and BREATHES for a moment before LAUGHING again--louder--INSANE RELIEVED LAUGHING.

ARTIFICIAL VOICE
Subject is now terminal.

Tony stops laughing. But his mouth is still open. Like

part of him understands what he's heard, but another part is trying to catch up. As if there must be some mistake.

ARTIFICIAL VOICE
All vital life functions will cease upon subject's removal from Redeemer armor emergency life-support system.

Tony stares straight ahead. As if trying to understand.

ARTIFICIAL VOICE
Should this unit cease life-support?

Tony stares straight ahead. As if considering this. The seconds pass. His BREATHING ECHOES inside of the armor.

ARTIFICIAL VOICE
Should this unit cease life-support?

Tony stares straight ahead. And finally he seems to come to a decision. His face turns dark. His voice a groan:

TONY
No. Keep...the subject...alive.

EXT--OUTSIDE OF THE BUILDING--NIGHT

Out on the street, TELEVISION CAMERAS AND REPORTERS are approaching the rubble. All eyes grow wider as they fall on the REDEEMER standing amid the remains of the lobby.

CAMERA'S P.O.V. Looking through a CAMERA LENS trying to focus: the Redeemer turns suddenly toward the crowd, as if startled. For a moment its ugly metal facade watches.

Then it turns, and walks away. A mechanical shape, not looking remotely human as it disappears into the thick settling dust, and the WHINE of its joints slowly fade...

DISSOLVE TO:

The POLICE, FIRE DEPARTMENT, AND PARAMEDICS have arrived at the scene. The WELL-DRESSED BUT BATTERED GUESTS being helped along. The Reporters speaking into their cameras.

DISSOLVE TO:

PEPPER POTTS makes her way over the rubble of the lobby.

INT--STARK BUILDING OFFICES--NIGHT

PEPPER steps onto the floor and sees the PATH CUT THROUGH

THE CUBICLES. Like a tank rolled through. And she runs.

INT--ANTHONY STARK'S OFFICE--NIGHT

PEPPER hurries to the office, and takes a moment to stare at the BROKEN DOORS before entering. The office is DARK.

TONY (O.S.)
Hello, Pepper.

A dramatic window SILHOUETTES A LARGE EXECUTIVE DESK AND CHAIR. The chair moves a little, with a tiny SQUEAK, as if turning, and now a SILHOUETTE OF A MAN SITTING IN THE CHAIR is visible. Tony. But his face is lost in shadow.

The silhouette reaches for a lamp. With a KLIK, the LAMP LIGHTS UP, but the SHADE IS TILTED at a sharp angle so the light is reflected out from the desk. A portion of his face is visible, the eyes reflecting the lamp light.

PEPPER
Mr. Stark? What happened here?

TONY
I was a victim of an assassination attempt that didn't quite work out the way the assassins had intended.

PEPPER
What? How did you...?

TONY
I had some help from an individual I believe you've met.

PEPPER
The guy inside the Redeemer Armor. He saved everyone. Who is he?

TONY
My new bodyguard.

Pepper watches the silhouette, as if thinking. She nods.

TONY
Were any of the guests badly hurt?

PEPPER
No. I don't know. Just cuts and bruises, I think.

Pause. The dialogue appears over. Pepper watches Tony. Or rather, she watches the dark silhouette of Tony Stark.

PEPPER
So how do you want to handle this?

TONY
I suggest we tell the authorities that an attempt was made to steal the Redeemer Armor prototype--and the attempt failed. End of story.

Pepper nods a bit, acknowledging him, but doesn't speak. She watches the silhouette. Something is bothering her.

PEPPER
You mind stepping into the light?

A moment passes. The silhouette does not move. But then Tony slowly stands. As he rises, his face is illuminated by the lamp, his body covered by a LONG STYLISH OVERCOAT.

Pepper seems satisfied, and looks mildly apologetic. She leaves. Tony holds the pose, as if making sure she left. Finally, his body slumps over the desk. As if in pain.

Tony holds a clenched fist above the desktop. He slowly opens his fingers and METAL FRAGMENTS fall from his hand.

CUT TO:

FLASHBACK. The LAST BOOSTER OF THE SMART BULLET FIRES at Tony. The tiny discarded metallic pieces falling away.

TONY (V.O.)
The bullet that was waiting for me was a .357 full-metal-jacket slug transported by a four-stage rocket fueled by a liquid oxygen/hydrogen mixture. It was designed to track pre-programmed targets, and strike at specified times and locations.

CUT TO:

The small jagged metal fragments fall onto the desktop.

TONY (V.O.)
I knew that--because I designed it. The "Smart Bullet" was on the drawing board here at *Stark Industries*. We hadn't built it yet.

Tony stares blankly down at the fragments of the booster.

TONY (V.O.)
Although someone, apparently, did.

INT--IN A HIDDEN LABORATORY--NIGHT

The WALL SLIDES OPEN just enough to allow a man entrance. TONY steps inside, the wall sliding shut behind him. His feet stumble through RECOGNIZABLE PIECES OF THE REDEEMER strewn on the floor. Large joints. Plates. The helmet.

TONY (V.O.)
I wish I could say that I clung to life because of my indomitable will to live. Because every moment here on this Earth was precious to me...

Tony's coat falls open REVEALING THE REDEEMER ARMOR CHEST PLATE still encasing his torso. The gray metal harsh and bulky. Tony lumbers to a wall. Looks about to pass out. Now reaching absently for something on the chest plate:

CLOSE-UP of Tony's FINGERS feeling along the metal, as if searching for something. Not finding it. But finally his fingers PULL AN ELECTRICAL CORD from one tiny cavity.

Tony falls onto his knees. Barely conscious. His HEART BEAT GROWING WEAKER. DUH....DUM....DUH....DUM....DUH.... Tony holds the tiny electrical cord out in front of him, plugging the prongs into a WALL SOCKET before collapsing.

Tony lies on his back. Looks dead. Coat open revealing the armor encasing his chest. THE THIN FRAGILE ELECTRIC CORD stretches from his unconscious body over to the wall as his heart pumps DUH-DUM...DUH-DUM...DUH-DUM...DUH-DUM.

TONY (V.O.)
But, the truth is, I just wanted to live long enough to know who was responsible for killing...me, Anthony Stark--one of the most powerful men in the world.

CAMERA MOVES, along the cord bringing life-sustaining electric current from the wall socket to his chest plate.

TONY (V.O.)
The idea of it, the very thought of it, was simply appalling to me. Of course, with hindsight it's easy to look back and see your mistake. To see exactly where you went wrong...

His eyelids flutter, and slowly open. Tony stares up at the ceiling as his heart races DUH-DUM DUH-DUM DUH-DUM.

TONY (V.O.)
I should've died instead.

EXT--DARK DESERTED STREET--NIGHT

A DARK LIMOUSINE drives slowly down the deserted street.

INT--INSIDE THE LIMOUSINE--NIGHT

WHIPLASH, VIRUS, AND JIGSAW sit beside one another. They are still dressed in their disguises, and so look like a rich couple and a waiter. They have little expression on their faces as the limousine pulls to a stop at the curb.

The door opens, and JEREMY BLAND hurries in. His collar is pulled up around his neck, as if hiding his face. Whiplash, Virus, and Jigsaw stare at him dispassionately.

BLAND
What happened? What the hell went wrong?! I thought you people knew what you were doing--

Suddenly, RETRAINTS EMERGE FROM THE SEAT, around his arms and legs and head. Fastening him in place. Bland's eyes are terrified. HE STARTS TO SCREAM WHEN A NEEDLE EMERGES FROM A PANEL IN THE SEAT AND INJECTS FLUID INTO HIS ARM. Immediately the SCREAM FADES, and his expression relaxes.

VOICE
Calmmmmmmmm dowwwwwwwwn, Mr. Bland.

The voice sounds like someone speaking through a hole in his throat. A drugged Jeremy Bland slowly turns his head and blinks at the SCREEN. THERE IS A FACE ON THE SCREEN:

The face is an ugly one, but beyond that, normal. Just a pair of eyes, a nose, and a mouth. That's all that can be seen--as if the person belonging to this ugly face is sitting too close to the camera. The face watches Bland.

THE FACE
There izzzz no need for histrionics. Not every technological acquisition proceeds as planned.

Bland's words do not match his intonation and happy face:

BLAND
But...I'm going to be...his number one suspect. Stark will--

THE FACE
Yessss. It is good that Stark will have a "number one sssuspect." His actions will be prrrrrrrrredictable.

Whiplash, Virus, and Jigsaw stare at the face on screen.

THE FACE
There are questions: Who was inside the Redeemer Armor this evening? And how did Anthony Stark escape his own smart bullet?

Whiplash, Virus, and Jigsaw listen. Then they hear some CHILDISH GURGLING, and their eyes move back to Jeremy Bland. He is strapped in the seat, looking drugged out.

The face on the screen looks eminently amused. It stares at Bland. Just the set of eyes, the nose, and the mouth.

THE FACE
Don't worry, Jeremy. Soon, you will be the President of *Stark Industries*. Anthony Stark will be gone...

EXT--DARK DESERTED STREET--NIGHT

The LIMOUSINE continues slowly down the deserted street.

THE FACE (V.O.)
...and his armor in the hands of A.I.M.

INT--*STARK* CONFERENCE ROOM--DAY

Stark Industries' EXECUTIVE STAFF line a long conference table. Everyone looks on edge. Anxious. And none more so than JEREMY BLAND, fidgeting at the far end. PEPPER checks her watch, doing her best to hide the maneuver as

The door opens and TONY steps in. His body is concealed by the long overcoat seen before. The eyes of the staff follow Tony as he moves past, obviously noticing he looks terrible. Unshaven. Tony takes his place at the table:

TONY
Good morning.
(short pause)
I know it's difficult to concentrate after last night's...excitement, and I appreciate you all re-arranging your schedules to accommodate this meeting.

Tony sets his BRIEFCASE on the tabletop in front of him. He snaps open the locks on the briefcase with a KAK-KAK.

CAMERA MOVES, closer and closer to the briefcase, getting smaller and smaller. SHRINKING TO THE MICROSCOPIC LEVEL.

INT--THE MICROSCOPIC LEVEL--DAY

THE HUMAN TALKING GROWS DISTORTED AND INCOMPREHENSIBLE as we grow smaller and a SWARM OF MICROSCOPIC METALLIC BUGS crawl over the edge of the briefcase, scrambling wildly onto the tabletop, and fighting to traverse its enormous woodgrain. The bugs scurry in every direction until they all seem to get their bearings--and crawl off as a group.

The metallic bugs SWARM DOWN THE LENGTH OF THE TABLE as the DISTORTED HUMAN TALKING continues, like the sound of deep distant thunder. The metal insect legs scurry along with a TAT TAT TAT TAT TAT TAT. Thousands of tiny legs.

The bugs reach an enormous ridge of cragged mountains and CRAWL ONTO THE HAND. On the microscopic level, the human epidermal layer looks like a damned desolate landscape stretching endlessly to the horizon, the hair follicles reaching like strange trees overhead. Immediately, a set of MINIATURE CLAWS EMERGE AS THE BUGS HANG ONTO THE SKIN.

CAMERA MOVES, growing larger and larger now, leaving the microscopic swarm of metallic bugs, the DISTORTED HUMAN VOICE in the room BEGINNING TO SOUND MORE LIKE A VOICE.

INT--STARK CONFERENCE ROOM--DAY

JEREMY BLAND is scratching his hand casually. As if not quite aware that he's doing it. Listening to TONY STARK:

TONY
Thank you again. That will be all.

The EXECUTIVE STAFF looks a little confused for a moment. As if they can't believe that this meeting is over. Even PEPPER looks mildly dumbfounded. But slowly they get up.

The executive staff shuffles into the hall. Bland sneaks a look toward Tony, but loses his nerve half-way through. He scratches at his hand again as he walks out the door.

Tony sits alone a moment. Then SNAPS the briefcase shut.

INT--OUTSIDE TONY'S OFFICE--DAY

TONY approaches his office. As he does, HIS MIDDLE-AGED SECRETARY rounds her desk, and falls into step with him:

SECRETARY
The Times and the Chronicle want to interview your "Iron Man."

She hands him a NEWSPAPER. Tony frowns at the headline:

A PICTURE OF THE REDEEMER ARMOR is plastered across the front page, with: "INVINCIBLE 'IRON MAN' FOILS ROBBERY!" And, under that, *New Stark Bodyguard Wears Suit of Armor.*

TONY
Cancel my appointments.

SECRETARY
Ms. Potts is waiting for you inside.

Tony looks impatient. Just nods. There are a NEW SET OF DOORS on his office, WORKMEN off to one side collecting their tools. Tony marches inside, and closes the door.

INT--ANTHONY STARK'S OFFICE--DAY

TONY steps across to his desk, barely glancing at PEPPER.

TONY
Can this wait, Pepper? I really--

PEPPER
I think it may have been a mistake to summarily dismiss any military applications of the Redeemer Armor.

Tony looks like he can't believe what he's hearing from her. He opens his mouth to speak but Pepper keeps going:

PEPPER
What I mean is...it might have been better to keep the illusion of open discussion and staff decisionmaking. As it is, you've left yourself open to charges of mismanagement.

TONY
And just who do you think is going to bring me up on charges?

PEPPER
The stockholders. The people who invested in your company on the promise of great rewards based on the military applications of your technology.

Tony lays his briefcase down on the desktop. He thinks.

TONY
Promises that I made them.

Pause. They share a look. Tony gestures at the doors.

TONY
So...I take it the atmosphere outside those doors is not good.

Pepper looks a little amused by Tony's nerve as she adds:

PEPPER
Uh, you may have gone too far when you suggested that the people who hold shares in this company should get used to making less money.

Tony looks impatient, like he doesn't have time for this.

TONY
They'll still make a lot of money.

PEPPER
But not as much as you'd promised ...and they won't like that.

Tony takes his seat, swiveling to the window. He thinks.

TONY
I can't be bothered with this now.

Pepper looks stunned. She stands there a moment. Pause.

PEPPER
I think if we nip this in the bud before it gets out of--

TONY
If someone wants to challenge me, let them. I've made my decision on the direction of this company.

Tony looks at her. Tries to soften up a bit. And adds:

TONY
Formulate a back-up plan, in case we run into a snag.

PEPPER
You want me to...?

TONY
Yes. And thank you, Pepper.

Pepper looks uncertain for a moment, hesitates, and then heads for the door. Tony pretends to make himself busy at his desk until he HEARS THE DOOR CLOSE behind her. He

reaches for the phone INTERCOM and depresses the button:

TONY
Hold all of my calls, please. I don't want to be disturbed today.

Tony rises from his chair, and proceeds to the side wall.

TONY
It's me.

There is a MMMMMMMMMMMMM as the WALL IMMEDIATELY OPENS.

INT--IN A HIDDEN LABORATORY--DAY

TONY steps across the laboratory toward a ROW OF SCREENS displaying SCHEMATICS FOR THE MICROSCOPIC METALLIC BUGS released from his briefcase. DIAGRAMS OF THIS BUILDING AND MAPS OF THE CITY STREETS scroll past other screens.

Tony takes a seat at the console and works the controls.

ARTIFICIAL VOICE
Surveillance program initiated.

An EMPLOYEE PHOTO OF JEREMY BLAND appears on screen as a BLINKING DOT moves out of the building onto the street.

ARTIFICIAL VOICE
Jeremy Bland has left the building.

EXT--A CROWDED CITY SQUARE--DAY

JEREMY BLAND walks quickly through a crowded park. He looks like a man trying too hard to seem at ease, buying a hot dog from a HOT DOG VENDOR, and then moving quickly along. Suddenly, he appears to see someone, stiffens, and throws most of the hot dog into a TRASH RECEPTACLE.

A DISTINGUISHED GENTLEMAN steps up, and shakes his hand.

EXT--THE MICROSCOPIC LEVEL--DAY

THE SWARM OF METALLIC BUGS scurry across a dry desolate landscape. Strange trees looming overhead. THE WORLD SHAKES AS THE BUGS LEAP FROM ONE HUMAN HAND TO THE OTHER.

EXT--A CROWDED CITY SQUARE--DAY

The DISTINGUISHED GENTLEMAN gestures to JEREMY BLAND, and

they walk casually along through the park. They seem to be talking. Bland looking nervous and the Distinguished Gentleman nodding, gently, as if he's enjoying the walk.

When they reach the end of the pathway, the Gentleman nods his good-bye to Bland, and starts down the street.

EXT--CROWDED URBAN STREETS--DAY

The DISTINGUISHED GENTLEMAN gets in an EXPENSIVE-LOOKING AUTOMOBILE and pulls away from the curb. The car drives down the block, makes a turn, drives down another block, and makes a second turn. Then it pulls over to the curb.

The car door swings open and--instead of the gentleman--a FINELY-DRESSED BUSINESSWOMAN steps out. She is wearing the same suit the man wore, only tailored for a woman. The Businesswoman gets into a SECOND CAR and starts off.

The car drives down the block, and makes a turn. Then it pulls to the curb, as before, and again the door opens. But this time it is the DISTINGUISHED GENTLEMAN who steps onto the street. He walks down the block into an ALLEY.

EXT--DISGUSTING CITY ALLEY--DAY

The DISTINGUISHED GENTLEMAN walks down a dirty alley. He takes off his DARK OVERCOAT, turns it inside-out, and now it is a LIGHT-COLORED coat. He slips the coat back on.

He reaches into his pocket, and comes up with a small rod that ELONGATES INTO A WALKING STICK, the ends projecting with a SHUNK SHUNK. And now the Gentleman begins walking with a pronounced limp. He reaches into another pocket and pulls out a DROOPY FOLDED HAT that he shakes open and slips onto his head. His appearance has been completely altered. All except for his face. His face is the same.

Suddenly, his SKIN BEGINS TO UNDULATE, becoming thousands of pin-points. As if his FACE IS CONSTRUCTED FROM TINY NEEDLES. The needle-points bulge out, for a moment, and then retract into place. But with a different contour. NOW HE HAS THE FACE OF AN OLD MAN. Call him a CHAMELEON.

The Chameleon limps out onto the sidewalk, leaning on his walking stick, and gradually disappears into the CROWD.

EXT--OUTSIDE A SKYSCRAPER--DAY

THE CHAMELEON limps up to the entrance of an impressive modern skyscraper. A NICE CITIZEN leaving the building

sees what he thinks is an old man, and holds the door for him. The Chameleon gestures thank you and steps through.

CAMERA MOVES, up the face of the building, along a smooth outer wall of glass and steel, up, up, up, and finally stopping on a name written there with enormous letters: "ADVANCED IDEA MECHANICS." The letters A, I, and M glow.

CUT TO:

The same image. ONLY NOW THROUGH THE LENS OF A CAMERA.

A TOURIST stands in front of the same skyscraper, leaning back, taking a picture with a CAMERA. At least he looks like a tourist with his TACKY TOURIST CLOTHING AND HAT.

TONY moves the camera away from his face. Looking at the building like he's never seen a big building in his life. He pulls something from his TACKY TOURIST BAG and looks:

CLOSE-UP of a PORTABLE HANDHELD COMPUTER. On screen is a miniature version of the surveillance images seen before. A MAP OF THE CITY STREET. A BLINKING RED DOT not moving.

INT--THE SKYSCRAPER'S LOBBY--DAY

TONY steps through the doors and enters an amazing space. Like the 21st century arrived early. Tony looks around, like a tourist, moving inside with the FLOW OF VISITORS AND BUSINESS PEOPLE, up to an AUTOMATED COMPUTER STATION.

Tony looks, and touches the spot that says, "TOUCH HERE."

PLEASANT FEMALE VOICE
Good morning! You have activated the building's Automated Welcoming System.

Tony smiles wide. Like he's delighted. He raises up the camera and SNAPS A PICTURE of the automated panel. Like a tourist. Tony smiles at the SECURITY GUARD watching him. The security guard looks unimpressed. Tony hears:

PLEASANT FEMALE VOICE
You may speak into this system.

Tony acts surprised, bends closer, and speaks too loudly.

TONY
HELLO. I'M--HERE--FOR--THE--TOUR?

The screen displays a LARGE ARROW pointing to the right, with the words "PLEASE PROCEED TO THE INFORMATION DESK." Tony looks. Sees the desk. Smiles dumbly and walks off.

DISSOLVE TO:

TONY brings up the rear of a TOUR GROUP making their way through the lobby as they follow a UNIFORMED TOUR GUIDE.

GUIDE
This building is 150-stories high and has 15 million square feet of floor space. And that translates into living space, and work space, for approximately 25,000 people.

The group of tourists OOOOO and AHHHH as can be expected.

GUIDE
To regulate this high volume, the elevators in this building travel at the speed of 25-miles-per-hour. They service 35-floors of offices, 45-floors of luxury condominiums, a 15-story vertical shopping mall, and 10-story parking garage. The remaining space is occupied by the folks who designed and built this place: *Advanced Idea Mechanics*.

The tourists OOOO over the building. They SNAP pictures.

CAMERA MOVES, over the faces of the tourists, right down the line toward Tony at the rear...but Tony is not there.

INT--INSIDE OF THE RESTROOM--DAY

TONY slips through a door into a restroom. Immediately, he PULLS OFF HIS SHIRT AND PANTS. Just literally pulling them off. Like they were made to tear away at the seam. Underneath he is wearing the JUMPSUIT OF A MAINTENANCE MAN. From the tacky tourist bag he's been carrying, Tony pulls out what looks like a repairman's thick TOOL BELT. He slips a CAP over his head and completes the disguise.

INT--OUTSIDE OF AN ELEVATOR--DAY

TONY casually waits for an elevator. Like a repairman casually waiting for an elevator. Soon, there is a DING.

INT--INSIDE OF THE ELEVATOR--DAY

TONY steps into an elevator filled with MEN AND WOMEN IN BUSINESS SUITS. The door closes. Tony stares straight ahead. Rides. After a moment, he casually looks around.

The others seem like normal folks, staring blankly up at the floor numbers changing on the display as they rise.

INT--THE ENTRANCE TO A.I.M.--DAY

The elevator opens on an enormous LOGO FOR *ADVANCED IDEA MECHANICS*. A row of RECEPTIONISTS IN HEADSETS answer the phones, *Advanced Idea Mechanics, Advanced Idea Mechanics, Advanced Idea Mechanics,* listening for a moment before hitting the extensions, and taking the next caller: *Good morning, Advanced Idea Mechanics, and, One moment please.*

The BUSINESS PEOPLE shuffle out of the elevator and start down the various corridors. TONY moves with the flow. A Receptionist seems to notice him, but Tony gestures. Like a familiar howyadoin' this afternoon. As if he's been here a hundred times. The Receptionist goes back to saying, *Hello, Advanced Idea Mechanics, Hello, Advanced--*

INT--THE HALLWAYS OF A.I.M.--DAY

TONY moves down the corridors, looking like a maintenance man. *Advanced Idea Mechanics* so far seems as boring as any business. Everyday rows of EVERYDAY OFFICES FILLED WITH EVERYDAY MEN AND WOMEN IN SUITS talking on phones.

Tony stops at a DOOR. He looks around a moment, and then pulls out a HIGH-TECH SKELETON KEY. He inserts the key:

INSERT SHOT of the SKELETON KEY INSIDE THE LOCK. The key moves: EDGES MORPHING INTO POSITION TO FIT THE TUMBLERS.

Tony turns the key, and the lock KLIKS. He steps inside.

INT--PHONE SWITCHING ROOM--DAY

TONY steps into the room. The walls are covered by phone lines. Like a miniature TELEPHONE SWITCHING STATION. He reaches into his tool belt, and comes up with a HEADSET. Tony places the headset over his ears and moves the mike in front of his mouth. Now he removes the small PORTABLE COMPUTER, chooses a telephone line, ATTACHES CLIPS to the line, and types. On the computer, the familiar screen of the AUTOMATED WELCOMING SYSTEM seen in the lobby appears:

PLEASANT FEMALE VOICE
Good morning! You have activated the building's Automated Welcoming System.

Tony types at his keyboard, and the Automated Welcoming System's SCREEN GOES BERSERK. Flipping from screen to

screen, wildly, as if Tony's computer has taken control. It stops on a MENU SCREEN with a PICTURE OF THE BUILDING:

PLEASANT FEMALE VOICE
You have chosen to learn more about the architecture and design of this building. If this is correct press "GO." If you wish to return to the main menu press "MAIN M--"

Tony hits a key, and the screen again goes berserk, as if the computer is FAST-FORWARDING THROUGH THE PROGRAM. The pleasant voice can still be heard talking, but speeded-up a hundred-fold. An incomprehensible HIGH-PITCHED SQUEAK.

The Automated Welcoming System screen REDUCES TO THE SIZE OF A TINY WINDOW in the corner. In its place, a DIAGRAM OF THE SKYSCRAPER BEGINS TO BUILD ITSELF FROM THE GROUND UP. It starts out like a rectangular grid. Just a shape of the building. Like something out of a geometry text. But then it begins to fill out, with elevator shafts, and the parking garage, ventilation shafts and water systems. Like a computer program that an architect might kill for.

Suddenly the furious scrolling screens STOP. Tony looks at what seems to be a COMPLETE DIAGRAM OF THE SKYSCRAPER.

PLEASANT FEMALE VOICE
We hope you enjoyed this presentation. To return to the main menu--

Tony hits a key and the Automated Welcoming System BLIPS OFF. He stares at the diagram. Speaking into his mike:

TONY
Give me a cross-section.

ON SCREEN. The diagram splits down the middle, and both halves rotate. The CROSS-SECTIONS reveal the same kind of incredible detail evidenced from the exterior graphic. Tiny restrooms, offices, shopping centers. But now there are DARK PATCHES SNAKING THROUGHOUT THE BUILDING DIAGRAM.

As if the program didn't finish drawing in the picture.

TONY
Why is the schematic unfinished?

ARTIFICIAL VOICE
The schematic is complete based on the data available.

TONY
There are entire sections missing.

ARTIFICIAL VOICE
The schematic is complete based on the data available.

TONY
Well there must be something there--

And Tony suddenly stops. As if he's just seen the light.

INT--THE HALLWAYS OF A.I.M.--DAY

TONY steps out into the hall. Looking like a maintenance man. He checks both ways and immediately starts down the corridor. He passes a few BUSINESSWOMEN moving in the opposite direction. No one seems to take notice of him. And when the coast is clear he raises a HAND-HELD DEVICE:

CLOSE-UP of the DEVICE. A computer SCREEN on the device displays a SCHEMATIC OF THE BUILDING as he walks through.

Tony turns a corner, and starts down a new corridor. But almost immediately he stops, as if confused by something:

TONY'S P.O.V. At the far end of the corridor is a WINDOW REVEALING THE CITY SKYLINE. An absolutely stunning view of the city from fifty or sixty stories up. Beautiful.

Tony looks down at his schematic. Then up at the window.

TONY
No. That's not right.

Tony walks to the window. He grabs the latch, and SLIDES THE WINDOW OPEN. Immediately THE BREEZE BLOWS INSIDE and the SOUNDS OF THE CITY rush in. Tony leans his head out:

TONY'S P.O.V. Looking down the smooth metal and glass wall of the skyscraper to the bustling STREET FAR BELOW. Tiny cars and pedestrians moving along with some HONKING.

Tony looks around once. Then, climbs up into the window.

EXT--PERCHED IN THE WINDOW--DAY

TONY looks like a man about to commit suicide. SOUNDS OF THE CITY rising from the street. WIND BLOWING his hair. Tony looks down at the sidewalk far below...and he jumps.

INT--IN THE HIDDEN HALLWAY--DAY

TONY LANDS ON HIS FEET INSIDE A CORRIDOR. He stares down

at his shoes, as if pleased to see a floor. The corridor looks different from the rest of the building. Metallic. SOUNDS OF THE CITY can still be heard. Out of place now.

Tony turns around to look at the window he jumped out of:

The REVERSE IMAGE OF THE CITY SKYLINE IS VISIBLE. Just hanging in the air, like a floating ghost image; but it looks fake from this other side. Like a HOLOGRAM YOU CAN SEE THROUGH. That fake exterior window beyond. JETS OF AIR on the floor blow wind. SPEAKERS release the sounds.

Tony chooses a direction and walks off down the corridor.

INT--THE OFFICE OF THE CEO--DAY

The PRESIDENT AND CEO of *Advanced Idea Mechanics* stares at almost exactly the same view, but of course his window is authentic. The President looks pleased with his life. A man on the top of the world. Suddenly there is a BEEP.

PRESIDENT
Yes?

A voice immediately answers from a SPEAKER on his desk:

VOICE
Sir. We have detected an unusually complex interface between the Automated Welcoming System and--

PRESIDENT
That's nothing but an expensive toy for the tourists. Who cares?

The voice does not respond. Instead, there comes a BLIP. The President and CEO slowly swivels around in his chair:

PRESIDENT'S P.O.V. On a screen SURVEILLANCE FOOTAGE from the lobby shows TONY WALKING ALONG WITH THE TOUR GROUP.

The President looks as if his day has just been ruined.

PRESIDENT
Find out if he's still inside this building. Do it now.

INT--DOWN A SECRET CORRIDOR--DAY

TONY makes his way down the corridor. Suddenly, he hears FOOTSTEPS MARCHING CLOSER. Getting louder faster. Tony ducks around a corner as a LINE OF TECHNICIANS WEARING

YELLOW HOODED LAB SUITS march past. THEIR FACES ARE ONLY THE SUGGESTION OF FACES BEHIND THE GRILLS OF THEIR HOODS.

Tony looks around. Then up. Sees a VENT in the ceiling.

CLOSE-UP OF AN ASSEMBLING DEVICE

A pair of HANDS unfold a SMALL METAL FRAMEWORK holding a SERIES OF TINY WHEELS. The framework SNAPS into place.

INT--THE VENTILATION SHAFTS--DAY

TONY rolls through the ventilation shafts on SMALL WHEELS ATTACHED TO A FRAMEWORK that fits around his torso. He reaches an intersection, and pushes himself down the new shaft, rolling silently through the hollow metal tunnels.

INT--DOWN A SECRET CORRIDOR--DAY

A door slides open, and the PRESIDENT AND CEO of *Advanced Idea Mechanics* emerges. He does not look pleased as he starts down the corridor past the LINE OF TECHNICIANS IN HOODED SUITS. They do not acknowledge him, nor he they.

INT--THE VENTILATION SHAFTS--DAY

TONY rolls along. He stops at a VENT set into the shaft:

TONY'S P.O.V. The CORRIDOR BELOW is visible. Tony just catches a glimpse of the PRESIDENT AND CEO walking past.

Tony thinks a moment, and then pushes off down the shaft.

INT--DOWN A SECRET CORRIDOR--DAY

The PRESIDENT walks down a corridor. Suddenly, the walls reveal themselves to be a series of large screens as an ENORMOUS FACE APPEARS. The same gigantic face on every screen. It is the ugly face from the limousine earlier.

The face watches the President as he walks past a screen, then another, and another, the enormous eyes following his progress down the hall. In silence. Creepy. The President tries to look calm but is clearly shaken by it.

As before, the face is just a pair of eyes, a nose, and a mouth. That's all that can be seen. As if the person belonging to the face is sitting much too close to the camera lens. The face watches him move down the hallway.

The President nears the end of the corridor. It OPENS:

INT--HUGE COMPUTER FACILITY--DAY

The PRESIDENT AND CEO of *Advanced Idea Mechanics* steps inside an enormous facility. The floor is a COMPLEX MAZE OF HIGH-TECH CONSOLES filled with TECHNICIANS IN HOODED SUITS looking ominous, their faces hidden inside hoods.

INT--THE VENTILATION SHAFTS--DAY

TONY rolls silently through the shaft. He stops himself at a VENT and stares down at a small section of the room.

INT--HUGE COMPUTER FACILITY--DAY

The PRESIDENT AND CEO looks out over the facility. Seems a little nervous to be here. Suddenly there is a MMMMMM, as if some mechanism is running, and a SHADOW FALLS OVER THE PRESIDENT. He turns, stiffly. The voice sounds like a man speaking through a hole in his throat. Grotesque:

THE VOICE
You have sssssomething to tell me?

CLOSE-UP of the FACE FROM THE CORRIDOR. It is rather an ugly face, to be sure; but a relatively normal one, with a pair of eyes, a nose, and a mouth. But then the CAMERA PULLS BACK to reveal that this "normal face" is ENORMOUS:

MODOK floats above the floor in an ARMORED HOVERING CHAIR designed to support his gigantic head. The sides of the chair rise up encasing his face. His SHRIVELED LEGS hang uselessly above the floor. Only one of his arms seems to be of use CONTROLLING A JOYSTICK that operates the chair.

His head must be six-feet from top to bottom and at least four-feet-wide from ear to ear. An ENORMOUS EXPANSE OF HAIR is plastered to his head, looking unwashed, framing a face surrounded by FLESHY-FOLDS OF SICKLY-COLORED SKIN.

His proportions are similar to a baby's--with his large head and tiny body--but the size of MODOK takes that suggestion and grotesquely warps it to terrifying effect.

PRESIDENT
(his voice cracking)
Tony Stark may be in the building.

MODOK'S shriveled hand manipulates the joystick, and his chair floats close. The President is shifting nervously.

PRESIDENT
I'm here to enlist your magnificent brain in the search.

The President takes a step back as MODOK floats within a few feet. He is dwarfed by the enormous facial features.

MODOK
A normal human being inhales 1 pint of air 12 to 17 times a minute. Of course, the rate and the volume will increase if the body demands a large supply of oxygen...and this will be the case with a man exerting himself during a ssssurreptitious search of hostile premisesssss.

A MECHANICAL ARM suddenly extends from his hover chair. The arm reaches around MODOK'S great cheek and positions a COMPUTER SCREEN in front of one of his enormous eyes.

MODOK
It is interesting then that during the last 7 seconds there has been a .0573-percent increase in the ratio of carbon dioxide to oxygen in this facility. Allowing for the amount of exhalation your own puny body is currently expelling, that leaves us with an inexplicable rise in carbon dioxide of .0323-percent.

The President stands there. As if scared. And confused.

MODOK
As if someone taking in oxygen at a slightly-accelerated rate entered this room along with you.

INT--THE VENTILATION SHAFTS--DAY

TONY leans closer to the vent. As if trying to see who is talking. Suddenly there is a MMMM and MODOK'S HIDEOUS FACE APPEARS ON THE OTHER SIDE OF THE VENT. As if his chair is floating just beneath the ceiling. Inches away.

MODOK
Hellllllo, Mr. Stark.

Tony jerks back so quickly he hits his head on the shaft.

He immediately PRESSES A BUTTON on his metal frame, and a TINY SUCTION CUP shoots out from the rear with a PTOOOOM.

The suction cup hurls down the shaft until it reaches a dead-end and ATTACHES TO THE WALL. Like an emergency escape mechanism. Immediately the CORD RETRACTS and TONY RETREATS DOWN THE VENTILATION SHAFT AT INCREDIBLE SPEED.

INT--HUGE COMPUTER FACILITY--DAY

MODOK descends in front of a LARGE SCREEN. His shriveled hand hits a button on his console and the screen BLIPS ON WITH IMAGES OF A.I.M. OPERATIVES inside of the building.

MODOK
Sssssssstark iz here.

INT--THE VENTILATION SHAFTS--DAY

TONY detaches his suction cup, and pushes down the shaft.

CUT TO:

Somewhere down another shaft a grill is pulled away and a MAN WITH ARTIFICIAL EYES sticks his head into the tunnel. The mechanical PUPILS ADJUST TO THE DARKNESS with a WHIR.

Call him VISION as he reaches into his eye sockets and REMOVES HIS EYES. Empty sockets FILLED WITH ELECTRONICS. Vision gently sets his eyes onto the floor of the shaft.

THE EYEBALLS SPEED OFF DOWN THE SHAFT with a MMMMMMMMMM. The outer shell of the eyes roll, and yet the actual eye remains centered. Searching the tunnels for Tony Stark.

The eyes reach an intersection and SPLIT OFF IN DIFFERENT DIRECTIONS. One speeds down a shaft, with a MMMMMMMMMM, when it suddenly spins around. Like it senses something:

EYE'S P.O.V. Through a MECHANICAL LENS, the metal tunnel is visible...and then TONY ROLLS PAST down a cross shaft.

INT--A NONDESCRIPT LOCATION--DAY

The rest of VISION sits in a chair, his hands on his lap, sitting politely. Empty metal eye sockets staring out.

VISION
I have him sighted in Section Four.

INT--THE VENTILATION SHAFTS--DAY

The EYEBALL speeds down the ventilation shaft after Tony.

The suction cup hurls down the shaft until it reaches a dead-end and ATTACHES TO THE WALL. Like an emergency escape mechanism. Immediately the CORD RETRACTS and TONY RETREATS DOWN THE VENTILATION SHAFT AT INCREDIBLE SPEED.

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VISION
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INT--THE VENTILATION SHAFTS--DAY

The EYEBALL speeds down the ventilation shaft after Tony.

EYE'S P.O.V. The walls of the ventilation shaft speed by as the eye rolls around the corner--and encounters TONY there. His hand in the air, as if he'd been waiting for the eye. HIS ARM IS A BLUR as it descends and the image TURNS TO SNOW. As if Tony has just smashed the eyeball.

INT--A NONDESCRIPT LOCATION--DAY

The rest of VISION sits in his chair. He jerks a little.

VISION

Ow.

INT--DOWN A SECRET CORRIDOR--DAY

A vent on the ceiling lifts away and TONY drops down onto the floor. He turns around just in time to run into the TECHNICIAN IN THE YELLOW HOODED SUIT emerging from around the corner. The Technician stops. Through the grillwork of his hood only a SUGGESTION OF A HUMAN FACE is visible.

The shadows of the eyes and mouth look surprised. Tony attempts to throw a punch, but the Technician blocks the blow. Now the Technician throws a punch, to the stomach, but his fist hits Tony's chest plate, with a K-TANG, and the suggestion of the human face behind the grill winces.

Tony knees the Technician in the stomach, and then lands a blow to the back of his head. The Technician falls to the floor. Tony's BREATHING is a bit rough. He holds his chest as he rolls the lab Technician onto his back. Tony looks him over. He grabs the hood and pulls it off:

The TECHNICIAN'S FACE IS PART MAN AND PART MACHINE. His hair not just hair. CABLES AND CORDS are wound through the hair, as if it is all combed back together. And his FACE HAS VISIBLE EDGES, like his skin has been lifted and put back in place. METAL IMPLANTS attached to his face.

Tony stares down at the hideous face and visibly recoils.

DISSOLVE TO:

Tony is wearing the yellow lab suit. He places the hood over his head. His face just the suggestion of a face behind the grill. Tony looks both ways, and hurries off.

DISSOLVE TO:

A LINE OF TECHNICIANS IN YELLOW HOODED SUITS march down a corridor carrying EQUIPMENT. A moment passes. Then ONE MORE TECHNICIAN peeks around the corner--obviously Tony--

and attaches himself to the end of the line. They walk.

CUT TO:

A pair of feet step up to the UNCONSCIOUS BODY OF THE LAB TECHNICIAN stuffed in a door recess where Tony left him.

CAMERA MOVES, up the legs and over the torso, to the face of WHIPLASH. He stares down at the body...and he smiles.

CUT TO:

The LINE OF TECHNICIANS IN YELLOW HOODED SUITS march down the corridor, as above. But suddenly, they stop. Stare.

TECHNICIANS' P.O.V. WHIPLASH is there blocking the way.

Whiplash jerks his arm, wildly, and a FILAMENT LASHES OUT to HORRIBLE WET SOUNDS and TERRIFIED SCREAMING CUT SHORT.

Whiplash retracts the filament, and steps toward the SEA OF BLOOD AND BODY PARTS. Torsos and arms and legs laying at impossible angles from each other, obviously detached, surrounded in blood. Whiplash frowns as he steps closer:

WHIPLASH
Sorry, fellas. But I couldn't take any chances with our guest.

Whiplash pulls the hood off of one dismembered torso, and reveals a FACE PART HUMAN AND PART MACHINE. He steps to the next dead man, and pulls off the hood, uncovering another technician. He makes a face as he steps gingerly over the body parts--as if not enjoying this process--and pulls off another hood to reveal another face not Tony's.

Whiplash starts looking worried. He pulls another hood, and another, moving faster, slipping a bit, moving to the last torso propped up by the wall. He grabs a handhold.

Whiplash pulls the hood revealing another lab technician.

CUT TO:

TONY pulls off his suit, and drops it onto the floor. He takes an AUTOMATIC PRY BAR from his tool belt, and sticks it into the space between the halves of an ELEVATOR DOOR. The BAR FORCES OPEN THE DOOR revealing the SHAFT beyond.

Tony bends to his ankles and MOVES A MECHANICAL DEVICE IN PLACE. Like some kind of grip. Then he moves similar devices ON HIS ARMS down to his wrists. He hesitates--as if having second thoughts--AND THEN LEAPS INTO THE SHAFT.

INT--DOWN AN ELEVATOR SHAFT--DAY

TONY leaps out into the shaft, wildly, not like somebody who really knows how to do this, his legs kicking in odd ways. Below him, the SHAFT STRETCHES OUT OF VIEW. As if bottomless. Tony manages to grab the CABLE and hang on. He SNAPS his wrist and ankle devices to the cable line.

And with a WHIRRRRRR Tony slides down the elevator shaft.

CUT TO:

The shaft doors are still open the way Tony forced them.

For a moment, there is nothing. Then a tiny MECHANICAL EYEBALL ROLLS into view, and up to the edge of the shaft. The metal pupil looks down into the shaft with a MMMMMM.

INT--A NONDESCRIPT LOCATION--DAY

The rest of VISION sits in a chair, his hands on his lap, sitting politely. Empty metal eye sockets staring out.

VISION
Tony Stark is in Elevator Shaft 7.

INT--INSIDE OF THE ELEVATOR--DAY

A GROUP OF NORMAL BUSINESSMEN AND WOMEN ride an elevator. They frown at the THUD. But seem to forget it after a moment. That is, until the HATCH IN THE CEILING OPENS.

Everyone in the elevator looks stunned, moving quickly out of the way as TONY lowers himself into the cab, still wearing his maintenance man disguise. He stands there. Like there was nothing strange about his entrance. As if repairmen always repair elevators in motion. The people in the elevator stare at him; but, eventually, they turn and face front again. Just ride the elevator in silence.

There is a DING as the doors open and even MORE BUSINESS PEOPLE GET ON. Tony steps back, managing to move to the rear. He looks better. As if feeling safe in the crowd.

Tony leans against the back wall. BREATHES. Just rides.

There is another DING, and the doors open. Most everyone exits, but Tony is still not alone, three others in the elevator: a MIDDLE-AGED MAN, and TWO BUSINESSWOMEN near the front of the cab. Tony watches the numbers change.

CLOSE-UP of a HAND touching the elevator's control panel.

The hand is METALLIC. As if made-up of millions of tiny undulating parts. A BLACKNESS SPREADS over the controls.

The ELEVATOR JERKS TO A STOP and VIRUS turns around. She extends her arm at Tony, who just barely ducks out of the way, and her hand TOUCHES THE FACE OF THE MIDDLE-AGED MAN as CIRCUITRY SPREADS TO HIS SKIN. Virus pulls the hand away, and the middle-aged man teeters there, staring out into space, blankly, FACE WRITHING WITH CIRCUITRY as he collapses. The real businesswoman starts to SCREAM now.

Virus backhands the woman with her fist, and she falls.

Tony makes use of the moment to punch Virus in the face. Then he turns to the controls and hits the button for the lobby. Frantically. Trying to get the elevator moving.

Virus recovers from the blow, countering with a kick that sends Tony into the far wall. It looks like it hurt him. She thrusts her writhing metal hand at him, he ducks, and the HAND BURSTS THROUGH THE WALL OF THE CAB. Tony takes off the tool belt he has been wearing all this time and SWINGS IT AT HER. It strikes her across the face and she goes down. A moment later, there is a DING. The PEOPLE WAITING FOR THE ELEVATOR SCREAM as Tony rushes past them.

INT--THE SKYSCRAPER'S LOBBY--DAY

TONY stumbles into the CROWD. He brings his hand to his chest GASPING FOR AIR as he shoves past a WELL-DRESSED WOMAN and MUTTERS AT HER INCOMPREHENSIBLY, as if somehow apologizing, face grimacing in pain as he lurches away.

TONY'S P.O.V. Stumbling toward the EXIT DOORS. Closer. Closer. Looking around at the crowd, but seeing nothing except normal-looking people staring at him rushing past. Scared. Most trying to get out of his way as he lurches.

Tony pushes through a dense patch of people, and stumbles out into an open space. He sees that SECURITY GUARD from earlier walking toward him, and Tony moves away from him, looking over his shoulder, trying to keep his distance.

A HAND TOUCHES HIS ARM. The same woman he stumbled into before. She followed him. Looking genuinely concerned:

WOMAN
Are you all right, sir?

Tony backs away, GASPING FOR BREATH, as if not trusting that she is what she seems. Meanwhile the Security Guard is getting closer. Tony sees a MAN REACH IN HIS POCKET. Tony stiffens...but the man pulls out his CELLULAR PHONE.

Tony makes it to the DOORS. He starts to push through.

CLOSE-UP of that CELLULAR TELEPHONE as it automatically DISASSEMBLES AND REASSEMBLES IN THE SHAPE OF A HANDGUN.

A man who looks like an everyday businessman SHOOTS TONY FROM INSIDE THE CROWD. The gun just makes a little POP.

The PROJECTILE STRIKES TONY IN THE CHEST...and the impact sends him stumbling the rest of the way through the door.

INT--BACK SEAT OF A TAXI CAB--DAY

TONY lurches through the door of a TAXI sprawling on the seat. He shakes his shirt and a CRUMPLED SLUG falls out. SWEAT rushes over Tony's face. HIS BREATHING IS PAINED:

TONY
You wanna make 50-thousand-dollars? Get me to *Stark Industries* as fast as you can.

EXT--A BUSTLING URBAN STREET--DAY

The name of the taxi cab company is written on the side of the driver's door: EXCELSIOR CAB COMPANY. The CABBIE is wearing glasses, sporting a mustache, and looking very much like a certain Stan-the-Man. The cabbie grips the steering wheel, hits the gas, and the TAXI SCREECHES OFF.

INT--BACK INSIDE MODOK'S LAB--DAY

SCREENS ARE PLAYING SURVEILLANCE FOOTAGE OF TONY STARK'S ESCAPE: Tony lurches across the lobby. As if in pain. About to make his escape when he suddenly jerks--getting shot--finally stumbling through the doors to the outside.

THE TAPE REWINDS. Plays again. MODOK watches the images on dozens of screens, from dozens of different angles, his hover chair floating in front of a wall filled with Tony jerking suddenly and falling through to the outside.

MODOK watches. Enormous face entranced. And it REWINDS.

THE CHAMELEON enters the lab looking like that old man. The NEEDLES IN HIS FACE BULGE grotesquely, in a resting position, and we see his true appearance: The Chameleon looks like a THUG WITH NEEDLES STICKING OUT OF HIS FACE.

CHAMELEON
Stark must have followed me here.

MODOK
Have your body sssssssssscanned for surveillance devices.

MODOK rotates around, and floats past the Chameleon, who respectfully lowers his eyes. The PRESIDENT of *Advanced Idea Mechanics* shifts nervously as MODOK approaches, and:

PRESIDENT
Stark must wear a bullet-proof vest of some kind. That explains how he was able to escape our smart bullet.

MODOK has a subtle expression on his face. As if amused. Of course, on MODOK even a subtle expression is emormous:

MODOK
Does it?

MODOK floats past the President. Without another word. But he stops his chair in front of JIGSAW. MODOK thinks. Considering Jigsaw. His shriveled hand manipulates the joystick, and MODOK floats off across the room. Finally:

MODOK
Let us take a closer look at *Stark Industries*, ssssshall we?

INT--IRON MAN'S HIDDEN LAB--DAY

TONY STARK is on the floor. His shirt open revealing the METAL CHEST PLATE. A FRAGILE CORD REACHING TO THE SOCKET in the wall. His mouth is open. Nothing coming out but HIDEOUS GASPING. His body begins to calm, and his heart beat grows stronger DUH-DUM...DUH-DUM...DUH-DUM...DUH-DUM

TONY (V.O.)
My world had grown smaller. It was no longer a world of business deals and fund raisers and my face on the cover of a magazine. Now, my world revolved around a fragile cord, and a socket set in the wall.

Tony stares at the ceiling, with a pair of helpless eyes.

TONY (V.O.)
My body would never again serve me. I would instead live to service my broken body--this was my profound revelation. And it was the first time I had ever thought of myself as a machine in need of repair....

CUT TO:

Tony is standing in the middle of the hidden laboratory. He is wearing an OPEN LAB COAT. His expression intense.

TONY (V.O.)
It wouldn't be the last time.

Tony speaks aloud. To the walls and ceiling themselves:

TONY
Power up.

PANELS SLIDE OPEN in the walls and the floor as HIGH-TECH DEVICES emerge with a MMMMMMMMMMMMM. ENORMOUS AUTOMATED ARMS hanging over the room move with an INDUSTRIAL WHINE.

CUT TO:

ON A SCREEN runs a SIMULATION OF AN OUTER LAYER OF ARMOR. The image separates into thin slices, illustrating that the metal is constructed from micro-thin layers each labeled: Epitaxially Deposited Diamond, High-Temperature Enamel, Crystalized Iron. On and on. Dozens of layers.

TONY (V.O.)
A frail man with a weak heart could never defeat what he'd found inside *Advanced Idea Mechanics*. But maybe the "Invincible Iron Man" could....

CUT TO:

A SERIES OF LASER BEAMS move along the surface of a METAL GAUNTLET. The glove of a high-tech 21st century knight.

TONY (V.O.)
And so I worked.

CUT TO:

An AUTOMATED CLAW descends from the ceiling and lifts a METAL PLATE into the air. It looks like the beginning of a sleek version of the chest plate encasing Tony's chest.

TONY watches a SECOND ARM DESCEND FROM THE CEILING. It stops in front of the plate, and an INDUSTRIAL DRILL BIT begins to spin with a piercing EEEEEEEEE. Tony commands:

TONY
Drill.

At that voice command, the arm DRILLS THROUGH THE PLATE with a WHEEEEEEEEEEEE. Then it retracts, leaving behind

a perfect hole in the metal. Tony repeats the command:

TONY
Drill.

INT--ANTHONY STARK'S OFFICE--DAY

TONY sits behind his desk staring at a half-dozen LAWYERS and PUBLIC RELATIONS PEOPLE all looking exceedingly grim. PEPPER POTTS stands off to the side, listening intently.

THE REST OF THIS SCENE PLAYS FROM TONY'S POINT-OF-VIEW as we watch the Lawyers and PR People move their mouths and gesture at him. BUT ONLY TONY'S VOICE-OVER CAN BE HEARD:

TONY (V.O.)
I am forced to take a meeting with the members of my legal staff. It appears Pepper was quite correct.

The Lawyers are earnestly trying to explain something. They seem frustrated. As if they're not getting through.

TONY (V.O.)
The stockholders are threatening a change in management over my tacit refusal to sell the Redeemer Armor as a military weapon.

Another Lawyer jumps in. Taking over from the other one.

TONY (V.O.)
The banks will be no help. Bankers want nice quiet companies with nice quiet happy investors.

The first Lawyer starts talking. Then defers to a third.

TONY (V.O.)
They tell me the Board of Directors will request that I sell the rights to pursue all military applications of the Redeemer Armor to some third party everybody suspects is backing the group calling for my dismissal.

Now everyone in the room stares at Tony. As if confused.

TONY (V.O.)
I suggest that the third party may be *Advanced Idea Mechanics*...and they look at me, waiting for me to explain. How could I ever explain?

He slips into the BASE OF ARMORED BOOTS, the ankle plates SPREADING OVER HIS FOOT TO FORM THE TOP of the boot. Tony places the ARMORED HELMET over his head, and the FLEXIBLE METAL RUNS down his neck connecting to the chest plate. Tony swings the FACE PLATE down. It locks with a FSSSSSSSSSSSH. Two human eyes visible through the slits.

TONY (V.O.)
I made the armor a weapon.

INT--ON TOP THE LAUNCH PAD--DAY

IRON MAN stands on a small launch pad. A VERTICAL SHAFT stretches above him, up, up, finally lost in the shadows. Iron Man has a DIGITIZED VOICE. Yet deep and expressive:

IRON MAN
Field test #1. Vertical thrusters.

SMOKE BILLOWS OUT FROM UNDER HIS FEET, like the rockets of a space mission on take-off, and slowly IRON MAN RISES off the launch pad RIDING GLOWING HOT PILLARS OF FLAME.

INT--THRU THE LAUNCH SHAFT--DAY

IRON MAN rises up through the shaft. Faster and faster. Above him the darkness breaks as the EXIT HATCH OPENS and

EXT--HIGH ABOVE THE GROUND--DAY

IRON MAN ROCKETS OUT THE TOP OF THE *STARK* BUILDING like a human missile. His FEET JETS ROARING like small rockets.

EXT--HIGH ABOVE THE GROUND--DAY

IRON MAN rockets through the air. STABILIZING THRUSTERS FIRE FROM VENTS all around his body keeping Tony oriented properly. The effect is decidedly mechanical rather than super-heroic: an armored man riding two flaming vertical jets while horizontal jets fire at intervals and EXHAUST BILLOWS FROM PORTS on his back. Truly a flying machine.

IRON MAN rockets higher as, below him, the CITY RECEDES.

IRON MAN
Auxiliary power.

There is a GREAT ROAR AS THE JETS UNDER HIS FEET BRIGHTEN AND GET LONGER and Iron Man rockets into the air FASTER. The armor HUMMMS with power ROCKETING THROUGH THE CLOUDS.

INT--INSIDE THE IRON ARMOR--DAY

TONY looks pleased. His eyes take-in the INSTRUMENTS AND READOUTS LINING THE INTERIOR of the helmet, and he grins.

TONY
All systems are working perfectly.

INT--HIGH ABOVE THE GROUND--DAY

IRON MAN rockets higher. Below him the CITY HAS RECEDED and the SURROUNDING COUNTRYSIDE IS VISIBLE. Some lakes.

IRON MAN
Power down.

A moment passes. Nothing happens. The jets do not quiet down. He doesn't slow. Just keeps ROARING INTO THE AIR.

IRON MAN
Power down.

Iron Man ROARS into the sky. Below him, a MOUNTAIN RANGE is visible. And a hint of the CURVATURE OF THE EARTH. He keeps hurling through the clouds on glowing hot flame.

INT--INSIDE THE IRON ARMOR--DAY

TONY moves his eyes around the interior. Face worried.

TONY
Uh...power down?

EXT--HIGH ABOVE THE GROUND--DAY

IRON MAN rises higher and the EARTH BEGINS TO LOOK LIKE A GLOBE. The curvature of the horizon even more pronounced as Iron Man continues to rocket skyward. His JETS ROAR.

IRON MAN
Run internal diagnostic.

IRON MAN'S P.O.V. On the clear SCREENS covering his eye slits, DATA AND SCHEMATICS APPEAR as the diagnostic runs. Suddenly an INTERNAL CIRCUIT on the armor diagram BLINKS.

ARTIFICIAL VOICE
Malfunction in thruster array.

IRON MAN
Can it be corrected?

Iron Man rises higher. THE ATMOSPHERE IS CHANGING COLOR. That is, Iron Man is quickly RUNNING OUT of atmosphere!

ARTIFICIAL VOICE
Affirmative.

IRON MAN
Then do it--before I'm in orbit.

ARTIFICIAL VOICE
Correction of thruster malfunction requires temporary power shut-down.

Iron Man rises. The STARS begin to peek through the sky.

IRON MAN
DO IT NOW!

...and immediately EVERYTHING STOPS. No more roar of the jets. No SSSH of the maneuvering thrusters. No sound at all except TONY'S BREATHING. For a moment Iron Man hangs above the Earth, as if floating there, his arms and legs outstretched. And then the iron armor begins to plummet.

IRON MAN
Oh...shit.

Iron Man falls back toward the Earth. He starts to spin.

IRON MAN
shit oh shit oh shit oh shit oh shit

ARTIFICIAL VOICE
Power shut-down complete--commencing system-wide reboot.

Iron Man plummets toward the Earth and the HORIZON BEGINS TO FLATTEN. He spirals, wildly, end-over-end, unable to right himself. No sound but Tony's quickening BREATHING.

ARTIFICIAL VOICE
Initial attempt at reboot has failed. Would you like to try again?

Iron Man falls THROUGH THE CLOUDS. Trying to stay calm:

IRON MAN
YES. TRY AGAIN.

Below Iron Man, the CITY GROWS LARGER as the surrounding mountain range and lakes slide closer to the far horizon.

ARTIFICIAL VOICE
Second reboot attempt is successful.

ARTIFICIAL VOICE (cont'd)
Thruster control will commence...in two minutes and thirty-five seconds.

IRON MAN
Swell.

The city is getting larger. It takes on definition now. The skyscrapers clearly rising above the other rooftops. Iron Man tumbles through the air as the buildings grow.

INT--INSIDE THE IRON ARMOR--DAY

TONY is inside the armor. Trying to look calm. Waiting.

EXT--HIGH ABOVE THE GROUND--DAY

IRON MAN looks headed for one of the skyscrapers. Closer and closer. As if he's going to hit the roof. THE ROOF OF THE SKYSCRAPER RACES PAST as Iron Man narrowly misses the building--plummeting toward the CROWDED STREET BELOW.

ARTIFICIAL VOICE
Reboot is complete.

IRON MAN
Initiate stabilizing thrusters now.

Immediately, the MANEUVERING THRUSTERS FIRE, turning Iron Man, stabilizing the armor in an upright position as the FOOT JETS FIRE FULL FORCE. Iron Man slows down, but he is still falling, fast. The street so close. Too close.

IRON MAN CRASHES THROUGH THE STREET with a loud DOOOOOOM.

INT--UNDER THE CITY STREET--DAY

IRON MAN lies on his back in an UNDERGROUND SEWER TUNNEL. DIRT and a few PIECES OF RUBBLE fall from the HOLE IN THE CEILING. A moment passes. Then slowly Iron Man sits up.

EXT--BUSTLING URBAN STREET--DAY

IRON MAN RISES from the hole. His MANEUVERING THRUSTERS move him over solid ground, and his FEET JETS set him on the street. CARS are driving past in the other lanes, the DRIVERS gaping. PASSERS-BY on the sidewalk pointing.

Suddenly, there is a SCREEEECH. Iron Man turns, and sees a VAN SKID AROUND THE CORNER with POLICE CARS IN PURSUIT.

IRON MAN
Magnify.

IRON MAN'S P.O.V. The clear screens covering Iron Man's eye slits suddenly MAGNIFY THE SPEEDING VAN: the DRIVER is visible wearing a ski mask. The PASSENGER sticks his head out the window and FIRES A RIFLE back at the police.

Iron Man steps right into the path of the speeding van.

The van rushes down the block FIRING. The people on the street run SCREAMING. The police SIRENS ARE DEAFENING. Iron Man stands, calmly, in the middle of the road as the van speeds closer. And closer. Iron Man raises his arm.

Iron Man points the palm of his hand at the speeding van. There is a ROUND MECHANISM SET INTO THE PALM. It HUMMMS.

Iron Man just stands there. Sure, he's in his armor, but he still looks smaller than the speeding van. The front of the van rushes closer. Closer. About to run Iron Man down. The van is less than six feet away, when he says:

IRON MAN
Repulsors.

There is a BOOOOOM and the FRONT OF THE VAN CRUMPLES. As if it just ran into an invisible wall. The grill twisted and the engine HISSING. The van stops dead in its tracks one foot from Iron Man's open palm. He lowers his arm.

POLICE rush to the scene of the wreck, and one walks up:

OFFICER
Hey, thanks, uh, Iron Man, right?

IRON MAN
Uh...right.

The Police Officer notices the hole. He looks surprised.

OFFICER
Holy-- Did you do that?

IRON MAN
Yes. Send the bill to Tony Stark.

Iron Man takes a few steps back from the police officers.

IRON MAN
Vertical thrusters.

IRON MAN RISES INTO THE AIR like a human rocket. On the street, the crowd watches as he flies toward the heavens.

INT--THE COMPANY'S MAILROOM--DAY

An overworked MAILROOM CLERK steps down an aisle lined with INCOMING AND OUTGOING MAIL. He accepts a CLIPBOARD from a DELIVERY MAN pushing a cart stacked with PACKAGES.

DELIVERY MAN
Where do you want these packages?

MAIL CLERK
Anywhere over there is okay.

The Clerk signs for the delivery. After a moment, the Delivery Man wheels the empty cart back, and leaves. The Mailroom Clerk moves to a desk and starts more paperwork.

CAMERA'S P.O.V. The Mailroom Clerk is in the foreground, impatiently filling out forms. Flipping to the next page and SIGHING. In the background the packages are visible, slightly out of focus. Dozens of packages in the room.

Suddenly, the FLAP ON ONE OF THE BOXES OPENS. As if by itself. And a HAND REACHES UP FROM INSIDE. Then a PAIR OF LEGS rise into the air, the feet settling onto the floor. A cardboard box with a set of legs. JIGSAW RISES FROM A BOX THAT SHOULD BE MUCH TOO SMALL TO HOLD A MAN. He stands as his joints slide into their proper position.

The Clerk SIGHS again just before Jigsaw knocks him cold.

INT--OUTSIDE TONY'S OFFICE--DAY

PEPPER POTTS rounds the corner, carrying a PILE OF THICK FOLDERS. She nearly runs into the MIDDLE-AGED SECRETARY walking the other way. Before the Secretary can speak:

PEPPER
I know. Mr. Stark isn't in right now--what a surprise. You mind if I leave these on his desk?

The Secretary grins knowingly and gestures at the office. Pepper moves to the door, and almost drops the folders as she shifts their weight in order to turn the door knob.

INT--ANTHONY STARK'S OFFICE--DAY

PEPPER hurries toward the desk trying to get there before she does drop the folders. Suddenly, she stops dead in her tracks. Slowly turns her head. Looks at something.

Pepper's arms go slack as the folders fall to the carpet.

PEPPER'S P.O.V. THE WALL IS OPEN WIDE AND THE HIDDEN LAB IS IN PLAIN SIGHT. The mechanical arms hanging from the ceiling. The terminals BLINKING, HUMMING, and WHIRRING.

INT--IRON MAN'S HIDDEN LAB--DAY

PEPPER steps into the lab. Her eyes wide. She almost trips coming in through the opening. Pepper stares at a ROW OF IRON MAN SUITS IN VARIOUS STAGES OF DEVELOPMENT. All lined-up like displays in some museum of the future.

Suddenly, there is a ROARING. And EXHAUST. Pepper takes a step back as IRON MAN DESCENDS FROM THE CEILING onto the launch pad. The eyes inside the armor focus on her.

IRON MAN
How did you get in here?

Iron Man steps off the launch pad into the main chamber. He looks imposing in his body armor. The face plate very grim. Joints WHIRRING as he approaches a nervous Pepper.

IRON MAN
I asked you a question.

PEPPER
What is this place?

IRON MAN
Mr. Stark's private laboratory.

PEPPER
Where's Tony? Is he all right?

IRON MAN
Mr. Stark is fine. He's under my protection, isn't he?

Pepper takes a step back as Iron Man moves closer, with:

IRON MAN
How did you get in here?

Pepper looks guilty. Meekly gesturing over her shoulder.

PEPPER
You...uh...left the door open.

Iron Man looks at the wall. Then back at Pepper Potts.

IRON MAN
I did not leave "the door" open and neither did Mr. Stark.

In the middle of that, something catches Pepper's eye. She turns, still looking a little dazed. And she points.

PEPPER
Well, maybe he did.

Iron Man turns his head with a WHIR. Now they both look:

IRON MAN AND PEPPER'S P.O.V. The row of armor. Lined up like a display in some museum. Grim helmets with hollow eye slits. One of these helmets is STARING BACK AT THEM WITH TWO HUMAN EYEBALLS. Someone is in one of the suits.

IRON MAN
Access storage pod number 8. Open.

Immediately MECHANICAL ARMS DISASSEMBLE THE ARMOR inside of the pod--removing the pieces in seconds--leaving only JIGSAW STANDING IN ITS PLACE: Eyes bulging grotesquely. Skin deathly white. Mouth hanging open as if he had died gasping for air. A moment passes and then his body falls forward out of the pod, landing on the floor with a THUD.

Iron Man and Pepper stare at the dead body at their feet.

DISSOLVE TO:

The body of Jigsaw is layed out on the table. His dead eyes stare up at the ceiling. Pepper lifts one of his arms off of the tabletop. THE ARM CRINKLES AT DOZENS OF POINTS, as if boneless, or made-up of hundreds of joints. Pepper looks both repelled and fascinated, but releases the arm as Iron Man manipulates a complex control panel.

IRON MAN
Mr. Stark designed each suit of armor with a miniature "black box."

Iron Man hits a button, and the SPEAKERS on the control panel blare with the SOUND OF SOMEONE BREATHING. Loud.

IRON MAN (cont'd)
The recording would have started the moment the would-be thief got inside.

They listen to the sounds of BREATHING. Just BREATHING. But, as they listen, it gets faster. And more desperate.

CLOSE-UP of JIGSAW'S DEAD FACE staring up at the ceiling. Eyes bulging. His mouth open, as if gasping for breath. The BREATHING gets faster. FASTER. The sounds of a man struggling for oxygen. His breathing becoming GASPS, and finally VIOLENT WHEEZES growing faster. More grotesque.

Iron Man reaches for a switch TURNING OFF the recording.

IRON MAN
The armor is designed to respond to my body signature only.

PEPPER
So, he got inside, and found out he couldn't...turn it on?

IRON MAN
Yes. He would've run out of air in less than five minutes. I'll have to discuss this with Mr. Stark. An adjustment in the design may be in order to prevent this type of thing.

PEPPER
"This type of thing?" Jesus you're a heartless S.O.B., aren't you?

Iron Man turns to Pepper. If the face inside of the iron mask is displaying any emotion, it is successfully hidden by the grim face plate. Tony's eyes stare out at Pepper.

IRON MAN
Heartless.

The Iron Man turns, and slowly walks off through the lab.

IRON MAN
Ms. Potts, you have no idea.

INT--AT A.I.M. HEADQUARTERS--DAY

JEREMY BLAND stands there looking like he's going to pee.

MODOK (O.S.)
Thank you for coming, Mr. Bland.

MODOK'S CHAIR DESCENDS IN FRONT OF BLAND. The enormous face dwarfing him. Bland stares at the giant ugly head.

MODOK
Come. Come and wwwwalk with me.

MODOK manipulates the joystick of his chair and begins to float through the facility. Bland follows along, trying not to appear terrified. They move past TECHNICIANS IN SUITS, their faces hidden behind the grills of the hoods.

MODOK
Perhaps you'd like a glass of water.

Right on cue, they pass a HOODED TECHNICIAN HOLDING OUT A STYROFOAM CUP. Bland takes the cup and drinks. GULPING.

MODOK
Attempting to kill Tony Stark was a miscalculation that has resulted in the creation of a genuine threat to this organizzzzzzzzzzzation, Jeremy.

MODOK continues floating forward, but rotates his chair just a bit toward Bland. This is his version of walking casually along, and talking, glancing at his companion.

MODOK (cont'd)
And that is why I brought you here.

MODOK smiles. As if friendly. The effect is grotesque.

MODOK
If you are to run *Stark Industries* for me...you must become one of us.

Bland walks along. Thinking this over. Looking nervous.

BLAND
Well, what would I have to do...to become a m-member?

MODOK
You have already done it.

CUT TO:

FLASHBACK. Restraints emerge from the seat holding Bland in place inside the limousine. A NEEDLE EMERGES FROM THE PANEL AND INJECTS FLUID INTO HIS ARM. Bland calms down.

MODOK (V.O.)
The proper chemicals have already been introduced into your body to alter your natural immune systems to allow cybernetic implantations.

CUT TO:

Bland looks terrified. Holding his little pathetic cup.

MODOK
In point of fact, you were given the final dosage in the glass of water you drank only moments ago.

Bland drops the styrofoam cup and takes a frightened step backward...right into the pair of WAITING MECHANICAL ARMS

THAT WRAP AROUND HIS BODY AND LIFT HIM UP OFF THE FLOOR.

Bland SCREAMS as he is pulled into an ELECTRONIC RECESS and dozens of HIDEOUS INSTRUMENTS INSERT THEMSELVES into his body. Bland is helpless. His mouth is hanging open.

MODOK
Welcome, Mr. Bland, to A.I.M....

Bland watches in absolute horror as a SURGICAL SAW BLADE moves into position, with a WHIR, stopping inches from his forehead. As if to give him some kind of lobotomy. The saw blade begins to rotate with a WHEEEEEEEEEEEEEEE.

MODOK rotates his hover chair around, slowly floating off the way he came...leaving behind Jeremy Bland's SCREAMS.

INT--ANTHONY STARK'S OFFICE--DAY

PEPPER lays a NEWSPAPER on the desktop. The front page has a PHOTOGRAPH OF IRON MAN on the street stopping that speeding van. A SMALL PHOTO OF TONY STARK alongside it.

PEPPER
According to the polls, the public is reacting positively to your new bodyguard. You should get him to put in a guest appearance tomorrow.

She opens one of the FOLDERS on the desk, and gestures.

PEPPER
Now, take a look at thi--

Pepper stops. Turns to TONY sitting in his chair, with a glassy-eyed expression. Not paying attention. Pepper looks perplexed for a moment, but her expression quickly turns angry. She grabs his chair and swivels it around.

Tony looks stunned. Like she just woke him from a sleep.

PEPPER
Tony. You're going to lose control of this company. Are you listening to me? You're supposed to speak to the stockholders tomorrow afternoon. You have to be ready.

TONY
I'll be ready.

Tony gets out of the chair, listlessly. Pepper watches him like she cannot believe it. Tony walks to that wall.

TONY
It's me.

There is a MMMMMMM as the WALL OPENS. Over his shoulder:

TONY
I have some work to do. If you'll excuse me, please?

PEPPER
You have work to do out here.

Tony ignores her, and steps through the wall. Pepper is frustrated. She grabs her work, and storms toward the door...when she hears a frightening THUD. Pepper turns:

PEPPER'S P.O.V. Tony is lying on the floor just beyond the wall. As if he just collapsed. His body is shaking.

PEPPER
Tony!

INT--IRON MAN'S HIDDEN LAB--DAY

PEPPER rushes to his side. TONY looks like a man having an attack. Pepper opens his coat and immediately begins loosening his tie. Working on the top few buttons of his shirt. Tony's hands try to stop her, but he is too weak.

TONY
I'm...fine...I'm...

Pepper opens his shirt and SEES THE CHEST PLATE ENCASING HIS TORSO. She looks surprised. Tony lets his body rest in her arms. As if there's no point to resist any more.

TONY
I'll be...all right...in a moment. The pain passes....

Pepper is thinking. You can see it in her face. Putting it together. Tony is drenched in sweat. He looks up at her and, with a struggle, puts on his Stark cocky grin:

TONY
I'm afraid the attempt on my life was a bit more...successful than I led you to believe.

Pepper looks down at Tony, with compassion, placing her hand on his chest, gently. Tony's hand immediately moves to cover hers. Hungry for a human touch. He closes his eyes, and rides out the pain, cradled inside of her arms.

PEPPER
It's all right. I'm here.

Tony's eyes open. His expression different. His fingers close around her hand, removing the hand from his chest. Pepper tries to help him as he rises to his feet but he pushes her away. Tony falls against a panel. Grimaces.

TONY
I don't need your help. You can't help me.

Pepper moves toward him but his expression is aggressive.

TONY
Leave me alone, Ms. Potts. You'll be safer that way.

INT--ANTHONY STARK'S OFFICE--DAY

PEPPER backs out into the office, with TONY still inside the lab. He looks like he may fall over at any moment, but he touches a CONTROL, and the WALL BEGINS TO SLIDE.

Pepper can do nothing but watch the wall close him off.

TONY
No one can help me.

...and the wall closes, sealing him off, with a KL-KLAK.

INT--IRON MAN'S HIDDEN LAB--DAY

TONY slides down the wall and comes to rest on the floor. He is a mess. His shirt open revealing the plate on his chest. Face drenched in sweat. Looking lost and alone.

INT--ENORMOUS MEETING HALL--DAY

TONY stands at the podium speaking out over a seemingly endless sea of *Stark* EMPLOYEES, BANKERS AND STOCKHOLDERS. A tiny figure lost in the large empty stage around him.

TONY
It is often said that opportunities for heroism are limited in today's world. That the most people can do is sometimes not be as weak as they have been at other times.

Tony stands up straighter. And his voice grows stronger.

TONY
But I think it takes bravery to say that we will now be accountable for what we make. That we will develop technology without simply asking if it can be done...but by asking what will come of it after it's done.

Tony is in complete command. You could hear a pin drop.

TONY (cont'd)
Let's shape the coming century with technology derived--not solely from the pursuit of profit--but from the pursuit of profit tempered by humanity.

Tony's body language gets more personal now. Intimate.

TONY
I'm not only asking you for your support. I want much more than that. I want you to accompany me on a bold new adventure.
(pause)
Thanks for your attention.

The crowd stands, and CLAPS WILDLY. There are WHISTLES.

DISSOLVE TO:

TONY makes his way from the stage, accompanied by that entourage of beaming LAWYERS AND PUBLIC RELATIONS PEOPLE. Suddenly an OLDER BANKER steps up and clasps Tony's hand.

BANKER
I think I speak for most everyone here when I say you've won over a lot of skeptics this afternoon.

TONY
Thank you.

One of the smiling PR people leans closer to them, with:

PR PERSON 1
Perhaps the gentleman would like to meet Iron Man?

Tony looks mildly annoyed at that. But, when he sees the excited expression on the Banker's face, he simply grins.

TONY
Well. I think I'm just the man to arrange that.

INT--MOVING UP THE STAIRWELL--DAY

TONY enters a stairwell, and immediately begins climbing up toward the roof. He is carrying only his BRIEFCASE. When he reaches the door marked ROOF, he stops, sets the briefcase on the banister, pops the locks, and opens it:

CLOSE-UP of the interior. Condensed and set into molding inside the briefcase are THE PIECES TO IRON MAN'S ARMOR.

EXT--THE PRESS STAND OUTSIDE--DAY

A crowd of REPORTERS AND CAMERAMEN looks up in awe as the IRON MAN DESCENDS FROM THE SKY on two glowing hot jets. The reporters back away as he sets down onto the ground.

Then they rush him, yelling questions, microphones first: *CAN YOU TELL US YOUR NAME? HOW MUCH DOES STARK PAY YOU? ARE YOU SINGLE? HOW DO YOU GO TO THE BATHROOM IN THERE?* Iron Man gestures and the reporters fall silent. Listen.

IRON MAN
Thanks for your interest in me, but I'm here today to talk about *Stark Industries*, and my employer Anthony Stark. This suit I'm wearing is a testament to the work of a company dedicated to bringing new important technologies to the world.

The reporters listen. Wait for him to stop. And then START SCREAMING MORE INANE QUESTIONS. Just then, a GUARD steps up with that BANKER who had wanted to see Iron Man:

A GUARD
Got someone who wants to meet you.

Iron Man turns as the thrilled Banker extends his hand.

INT--A.I.M. COMPUTER FACILITY--DAY

As TECHNICIANS IN HOODED SUITS work at their stations, a SHADOW falls across them. With the MMMMMMMMMMMMMMMM of his hover chair, MODOK FLOATS JUST ABOVE THE FACILITY. Like a soldier surveying his troops. He looks pleased.

MODOK manipulates the joystick. His chair rises higher:

MODOK'S P.O.V. Rising higher over the facility above the MAZE OF CONSOLES filled with Technicians in yellow hooded suits. The maze begins to take on a semblance of a shape as MODOK RISES HIGHER. As if there is a simple order to

it after all. MODOK RISES HIGHER. And now it is clear that the terminals in this lab are IN THE SHAPE OF A MAN.

And the voices of the technicians rise up from the floor:

Left shoulder ready, Right shoulder ready, Left arm ready, Right arm ready, Left wrist ready, Right wrist ready, Left leg ready, Right leg ready, Left foot ready--

EXT--THE PRESS STAND OUTSIDE--DAY

IRON MAN shakes the BANKER'S hand in front of REPORTERS.

INT--A.I.M. COMPUTER FACILITY--DAY

An ENORMOUS SCREEN is running LIVE CABLE FOOTAGE of Iron Man meeting the press, and shaking hands with the Banker. MODOK floats in front of the screen, licking at his lips with the tip of his disgusting tongue. He looks excited:

MODOK
Initiate interface with the armor's systems.

Out on the floor, the technicians work their consoles, and the FACILITY COMES ALIVE: everything is BLINKING AND WHIRRING. The entire floor GLOWS IN THE SHAPE OF A MAN.

EXT--THE PRESS STAND OUTSIDE--DAY

IRON MAN and the BANKER move closer to one another, and pose for the cameras. The LAWYERS AND PUBLIC RELATIONS PEOPLE standing off to one side are ecstatic. The Banker is as happy as a clam. He wraps his arm around Iron Man.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK hovers in front of the screen. THE IMAGE REFLECTED IN HIS TWO ENORMOUS EYES. He does not blink. Entranced.

MODOK
Activate repulsor weapon in the left palm...and fire on my command.

EXT--THE PRESS STAND OUTSIDE--DAY

IRON MAN responds to the BANKER having put his arm around him by gently laying his left gauntlet on the Banker's back. Like people normally do when posing for a photo.

Iron Man holds up his other arm waving for the cameras.

CLOSE-UP OF IRON MAN'S METAL PALM

The round REPULSOR MECHANISM SET INTO IRON MAN'S GAUNTLET seems to spin a little bit. It KLIKS. And gently GLOWS.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY smiles as he stares out through his eye slits at the crowd. Like things are finally beginning to go his way.

EXT--THE PRESS STAND OUTSIDE--DAY

SLOW MOTION. The BANKER is smiling wide as he waves for the cameras. THEN COMES A HIDEOUS DISTORTED SLOW-MOTION ROAR. The faces on the REPORTERS change. And they begin to physically recoil as DROPS OF BLOOD arc toward them.

SLOW MOTION. The smile on the Banker fades slowly away, and his expression goes blank. Finally, his eyes begin to roll back into their sockets and he falls out of view. As if his entire body has collapsed out from under him.

SLOW MOTION. Iron Man looks out at the crowd through his eye slits. And then Tony's eyes move. Looking left, and down, following the body of the banker to the ground. A pair of eyes slowly filling with a horrified recognition.

INT--A.I.M. COMPUTER FACILITY--DAY

The IMAGE ON THE SCREEN JERKS WILDLY, as if the cameramen are stumbling: REPORTERS AND SPECTATORS ARE RUNNING IN EVERY DIRECTION blocking the view. There is SCREAMING. Suddenly, an opening appears, and IRON MAN IS VISIBLE STANDING OVER WHAT'S LEFT OF THE BODY LYING AT HIS FEET.

MODOK looks euphoric. He grabs his joystick, and rotates his hover chair around, like a carnival ride. Delighted. Suddenly, MODOK stops the chair. His face intense again:

MODOK
Activate his vertical thrusters.

EXT--THE PRESS STAND OUTSIDE--DAY

IRON MAN stands over the dead body at his feet. Around him everything is chaos. SCREAMING. Iron Man watches a whispy trail of SMOKE RISING FROM THE WEAPON IN HIS PALM.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY looks stunned. Confused. Frightened. He opens his mouth, as if to speak; but just doesn't know what to say:

TONY'S P.O.V. Through his helmet, TERRIFIED PEOPLE are seen running as REPORTERS struggle to steady the CAMERAS.

EXT--THE PRESS STAND OUTSIDE--DAY

Suddenly IRON MAN'S JETS FIRE and he blasts into the air. Like a human rocket. The CROWD runs away COUGHING FROM EXHAUST while CAMERAMEN point their lenses up at the sky.

Iron Man is just a tiny shape now atop a pillar of fire.

INT--INSIDE OF THE IRON ARMOR--DAY

A worried TONY looks around the interior of his helmet.

TONY
Cut power to vertical thrusters.

Nothing happens. The ROAR does not die down. He thinks.

TONY
Release maneuvering control now.

Nothing. Tony tries again but his voice is without hope:

TONY
Emergency override?

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK floats over consoles and terminals set in the shape of a man. The HOODED TECHNICIANS manning their stations.

MODOK
Very goooood. Now bring him here.

Suddenly there is a PIERCING ALARM and a LIGHT ON TOP ONE OF THE CONSOLES STARTS FLASHING, like something is wrong. MODOK manipulates his joystick and the hover chair races to the console as the Technicians work the control panel.

EXT--FLYING UP ABOVE THE CITY--DAY

IRON MAN hurls through the air high above the city...when suddenly HIS THRUSTERS STOP. No sound now but the WINDS.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY looks startled at the silence. He thinks furiously:

TONY
Initiate automatic pilot.

EXT--FLYING UP ABOVE THE CITY--DAY

IRON MAN'S JETS AND THRUSTERS IMMEDIATELY FIRE, rotating the armor around in mid-air, and rocketing him toward the building off in the distance with the letters S-T-A-R-K.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK'S already extreme features look truly monstrous as:

MODOK
REGAIN CONTROL OF THE ARMOR NOWWWW!

EXT--FLYING UP ABOVE THE CITY--DAY

IRON MAN rockets smoothly on until the armor JERKS WILDLY in a new direction. As if pulled by invisible strings.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY looks suddenly scared, as if seeing something ahead:

TONY'S P.O.V. Through his eye slits, the TOP THIRD OF A SKYSCRAPER IS VISIBLE. Dead ahead. And hurling closer.

INT--RIGHT THROUGH A BUILDING--DAY

IRON MAN CRASHES THROUGH THE WALLS OF THE SKYSCRAPER past room after room of offices. Past corridors littered with SCREAMING PEOPLE diving for cover as he bursts through.

EXT--FLYING UP ABOVE THE CITY--DAY

IRON MAN RE-EMERGES OUT THE OTHER SIDE leaving a jagged tunnel from one end of the building to the other. Then he JERKS. Rocketing again toward the letters S-T-A-R-K.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK'S enormous features frown as he hovers just above a

FLASHING WARNING LIGHT. TECHNICIANS work at the console.

MODOK
Why have you lost him again?

TECHNICIAN
He is using an automatic piloting system. We cannot resume control until the system shuts--

The technician stops. MODOK looks furious. His little shriveled fist shakes in the air. His entire hover chair shakes as he gets madder. FINALLY MODOK SCREAMS IN FURY.

EXT--FLYING UP ABOVE THE CITY--DAY

IRON MAN rockets toward the STARK BUILDING, rising above the roof, and then DESCENDING INTO THE LAUNCHING SHAFT.

INT--THROUGH THE LAUNCH SHAFT--DAY

IRON MAN descends through the launch shaft, his boot jets setting him down, gently, on the floor of his laboratory.

INT--IN IRON MAN'S HIDDEN LAB--DAY

IRON MAN takes a step off the launch pad, cautiously, as if not sure whether he's free to move. He turns to look:

TONY'S P.O.V. Through his narrow eye slits, Tony stares out across the lab. At the far end of the facility is an OMINOUS ELECTRICAL PANEL, like a miniature power station. It is separated by a fence. And marked: "HIGH VOLTAGE."

Tony stares out his grim face plate, just for a moment, as if weighing the options. Then he begins to run across the facility. His JOINTS WHINE and his BREATHING echoes. He pulls panels off his armor EXPOSING RAW ELECTRONICS.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK floats over the shoulder of a TECHNICIAN, who says:

TECHNICIAN
Re-establishing control <u>now</u>.

INT--IN IRON MAN'S HIDDEN LAB--DAY

IRON MAN runs through his lab...and suddenly STOPS. Just

stops. His joints straightening up and LOCKING HIM IN A STANDING POSITION. A statue in the center of the room.

CLOSE-UP of his EYES staring out the narrow eye slits as we hear, from inside the armor, TONY'S CHILLING SCREAM.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY finishes his SCREAM. Staring straight ahead with an expression of rage, and of fear. The SWEAT runs down his face. He can't move. His BREATHING ECHOES in the armor.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK floats over the shoulder of a TECHNICIAN, and asks:

MODOK
Do you have him?

TECHNICIAN
Yes, MODOK. We need 45-seconds for recalibration. Then we can bring the armor to us.

MODOK
You are in control of his systems. You're sssssssure he cannot move?

TECHNICIAN
Not unless the armor is equipped with a manual means of locomotion.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY stares straight ahead. Frozen inside of his armor. Sweat runs down his face. He appears to be concentrating on something. Struggling with something not evident yet.

CLOSE-UP of his HAND IN A GAUNTLET

Inside one of Iron Man's metal gloves, TONY'S FINGER IS TRYING TO REACH A BUTTON. The fingertip stretches toward a tiny switch set in the glove's interior. He finds it.

CLOSE-UP of IRON MAN'S METAL BOOTS

A SET OF TINY WHEELS pop out of the bottom of the boots, with a primitive-sounding KLATCH. Iron Man suddenly gets three-inches taller, standing on a pair of roller skates.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK floats above the floor toward that enormous screen.

TECHNICIAN (O.S.)
Patching into the armor's optic array.

THE IMAGE OF WHAT IRON MAN IS SEEING now appears on the screen. Obviously, inside his lab. Facing that ominous panel with a sign reading, "HIGH VOLTAGE." MODOK thinks. His shriveled hand manipulates the joystick, and with a MMMMMMM, his hover chair turns around. He seems about to issue more commands when he stops. Rotating back to see:

ON SCREEN the electrical panel is SLOWLY CREEPING CLOSER.

INT--IN IRON MAN'S HIDDEN LAB--DAY

IRON MAN is slowly rolling across the floor. Stiff as a board. Like a statue. No sound but the SQUEAKING of the tiny primitive wheels under his feet as he slowly rolls.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK does not look happy as he hovers above the facility and throws a shadow over TECHNICIANS who visibly stiffen.

TECHNICIAN
Sir. Our best guess would be that the floor he is standing on is not level, and slopes in the direction he appears to be, um, rolling.

INT--IN IRON MAN'S HIDDEN LAB--DAY

IRON MAN rolls across the floor picking up speed. Closer to the electrical panel. Faster. IRON MAN STRIKES THE PROTECTIVE FENCE AND ERUPTS IN A SHOWER OF SPARKS. Like an electrical blast. The armor lost in the BRIGHT FLASH.

INT--A.I.M. COMPUTER FACILITY--DAY

A CONSOLE EXPLODES followed quickly by ANOTHER. ANOTHER. The TECHNICIANS back away from the damaged terminals, and the entire lab GROWS LESS BRIGHT as the HUMMING FADES. The Technicians do not move. Just stare up through their grills at MODOK floating above them. As if they expect him to rage. Slowly, very slowly, MODOK BEGINS TO LAUGH.

His enormous face has never looked so happy or care free.

INT--IN IRON MAN'S HIDDEN LAB--DAY

The shower of sparks ends. THE OUTER SHELL OF IRON MAN'S ARMOR LOOKS BURNT. Covered in BLACK SOOT. Just standing there at the gaping maw of the DESTROYED ELECTRIC PANEL.

Then he FALLS OVER BACKWARDS ONTO THE FLOOR with a DOOOM.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY looks like hell. Face drenched in sweat. BREATHING labored. But still he wears a smile. A smile of relief. A smile of, he won! And then, his expression begins to slowly fade. Tony stares straight ahead. Looking blank. As if he's considering one important question: What now?

ARTIFICIAL VOICE
Danger. Energy reserve is low.
System-wide shut-down imminent.

TONY
Query: I can't move. Please list
available options.

ARTIFICIAL VOICE
There are no options available.

INT--IN IRON MAN'S HIDDEN LAB--DAY

CAMERA MOVES, starting at ONE OF TONY'S EYEBALLS staring blankly ahead, moving back now, revealing the NARROW EYE SLIT surrounding the eye, and then his GRIM FACE PLATE. Camera moves further, revealing IRON MAN SPRAWLED ON THE FLOOR, spread-eagled, his joints frozen, the outer shell CHARRED. Camera moves, further now, up to the ceiling, until Tony seems a small and helpless thing on the floor.

TONY (V.O.)
And so...I'm going to die in here.
They will find my body encased in
a coffin of my own design.

Tony Stark's eyes stare up at the ceiling. There is no sound now but his BREATHING. Weak and fragile BREATHING.

TONY (V.O.)
A coffin made of iron.

INT--T.V. NEWS ANCHOR MONTAGE--DAY

On a series of televisions, FOOTAGE OF IRON MAN standing

over the dead body of the banker then rocketing into the air appears. An endless parade of NEWS ANCHORS report:

Iron Man struck down a defenseless man in front of dozens of witnesses....immediately fled the scene....Police want to question Stark concerning the identity of....Lawyers for the victim are already charging negligence....while Tony Stark himself seems to have vanished....the Board of Directors released a statement attempting to distance themselves from acting President....calling for immediate dismissal....and nagging questions remain: Why hasn't Anthony Stark come forward to co-operate with the local authorities? And, where is the "Invincible Iron Man?!"

INT--INSIDE OF THE IRON ARMOR--DAY

TONY lies inside of his armor. Like a man buried alive. Drenched in sweat. Only the LIGHT SHINING THROUGH THE NARROW SLITS illuminate his face. His BREATHING ECHOES.

TONY'S P.O.V. Through the slits, the CEILING IS VISIBLE. It looks so far away. A moment passes. Then there is a WHIR as TWO TINY SCREENS SLIDE IN FRONT of the eye slits.

A.I.M.'S AUDIO-VISUAL PRESENTATION

On the tiny screens, the LOGO FOR *ADVANCED IDEA MECHANICS* appears accompanied by a BUSTLING CORPORATE THEME. Like the beginning of a television commercial. Now IMAGES OF THE SECRET CORRIDORS play. And a MONTAGE OF TECHNICIANS in hooded suits, at work and posing for the camera lens. IMAGES OF SECRET LABORATORIES appear. If this resembles anything it's a promotional film for evil super-villains.

INT--INSIDE OF THE IRON ARMOR--DAY

The annoying THEME KEEPS PLAYING like a bad commercial. TONY has little choice but to watch. A captive audience.

A.I.M.'S AUDIO-VISUAL PRESENTATION

Now the DEEP MALE VOICE OF THE NARRATOR begins to speak:

NARRATOR
"Advanced Idea Mechanics" has been a high-profile leader in futurist thinking for the last decade. But the clandestine organization known only as A.I.M. has been operating since the Industrial Revolution....

A photo of a group of 19TH CENTURY PROTO-INDUSTRIALISTS appears, and then IMAGES FROM THE INDUSTRIAL REVOLUTION. Early factories and the beginnings of the assembly line.

NARRATOR
The founding fathers of A.I.M. were a driving force behind the social and economic shift to mechanized factory production that paved the way for the great advances of the 20th century.

A series of CORPORATE FACADES appear. Each photo looking more modern, as if progressing from the early 1900's to the present. And each corporation has a name constructed out of three words that utilize the letters A, I, and M: *Amalgamated Industrial Machinery*, and so forth and so on, up to their current corporation, *Advanced Idea Mechanics*.

NARRATOR
And A.I.M. has continued to work in secret--unheralded and unrewarded--for the betterment of all humankind.

A SIMULATION OF THE WORLD OF THE FUTURE plays. And it is a mechanized wonderland. Clean. Friendly robots in the streets. Mile-high skyscrapers spiraling to the heavens. Enormous zeppelin airships floating over the city. This is not some urban hell. This is an automated paradise.

NARRATOR
This is our vision for the future: A world without petty squabbling between primitive nation-states. Without the archaic doctrines of ancient religions. One world united under the benevolent corporate leadership of A.I.M..

Now the "HAPPY COUPLE OF THE FUTURE" appears. They look like perfect human specimens, as if professional models were hired for this shot. They smile, and look normal ...until they wave hello with two UGLY MECHANICAL ARMS.

NARRATOR (cont'd)
A place where human and machine live as one, and false distinctions between what is natural and what is artificial have long since lost their meanings.

IMAGES FROM OUR MODERN AUTOMATED SOCIETY--in 1997--play.

NARRATOR
That we have come so far in the last 100-years is a testament to the most violent century in human history.

And a MONTAGE OF THE HORRORS OF THE 20TH CENTURY appears.

NARRATOR (cont'd)
For it is through warfare and social upheaval that human society evolves.

A CHART comes up. A RED LINE runs diagonally across it.

NARRATOR
Our computer simulations predict the collapse of political nation-states within the next 125-years, if average rates of warfare and violence are maintained at their current levels.

A SIMULATION OF THE IRON MAN appears. But not the Iron Man we know. Now the armor is BRISTLING WITH ARMAMENTS.

NARRATOR
Furthermore, if the Redeemer Armor is developed, marketed, and sold as military battlefield armor...

Now we see an ARMY OF IRON MEN fighting each other on the battlefield. One chilling look at DREADFUL DEVASTATION. And then that CHART REAPPEARS, and the line is different:

NARRATOR (cont'd)
...then we predict the end of nation-states and the rejection of accepted social constructs within 50-75 years.

Finally, the LOGO FOR *ADVANCED IDEA MECHANICS* reappears.

NARRATOR
We hope this presentation has been a helpful guide to understanding more about the organization known only as A.I.M., and clarified the motivation behind our aggressive actions toward you. Thank you for your attention.

INT--INSIDE OF THE IRON ARMOR--DAY

The happy CORPORATE THEME PLAYS as TONY stares helplessly at the two tiny screens an inch from his eyes. The sweat rushes down his face. His BREATHING ECHOES inside of the armor. Tony looks as if he has little time left. Then:

A.I.M.'S AUDIO-VISUAL PRESENTATION

MODOK appears on the screens. His eyes, nose, and mouth.

MODOK
Tony. May I call you Tony? We are both inventors. Both entrepreneurs. And yet we have more in common than even that: we both rely on technology to keep our bodiesssssss alive.

OLD FOOTAGE OF A REGULAR HUMAN BEING plays. The man is very slight of build. Weasely. A little mole of a man.

MODOK'S VOICE
I was once nothing more than a lump of pitiful flesh and bone. My mind contained in a clump of gray matter you call the human brain. Pathetic.

Now the man is undergoing some WEIRD MEDICAL TREATMENTS.

MODOK'S VOICE
And, when the opportunity arose, I volunteered for the bio-engineering treatments that turned me into what I am today: a melding of human and mmmmmachine. Of brain and computer.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY watches the screens. Trapped inside of his armor.

MODOK'S VOICE
You, too, are both man and machine. That you were created by a twist of fortune is of no consequence to me.

A.I.M.'S AUDIO-VISUAL PRESENTATION

Now MODOK'S FACE reappears on screen. He watches Tony.

MODOK
You may ask yourself: Am I being punished for what I am? For what I have done with my life? But I tell you now, Tony, that what has happened to you is not punishment ...it isssss your reward.

MODOK looks earnest. As if genuinely opening up to Tony.

MODOK
You belong with us. You see that, don't you? I invite you. All of A.I.M. invites you to join us now.

MODOK raises his voice. As if getting swept away by it:

MODOK (cont'd)
Together, *Advanced Idea Mechanics* and *Stark Industries* will obliterate the world as we know it and create whatever future we see fit!

Pause. MODOK hesitates as he considers the alternative.

MODOK
If you refuse, well, I will still have *Stark Industries*, your armor will still be mine to do with as I please. And...you will be dead.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY stares at the screens an inch from his face. Weak.

TONY
Go...to...hell.

A.I.M.'S AUDIO VISUAL PRESENTATION

MODOK looks sad a moment. Then he seems to shrug it off:

MODOK
Very well. Good-bye, Sssssstark.

INT--INSIDE OF THE IRON ARMOR--DAY

The SCREENS GO BLANK AND RETRACT BACK into their storage positions. The interior of the helmet falls DARK. TONY stares ahead. His BREATHING ECHOES inside of the armor.

ARTIFICIAL VOICE
Danger. Energy reserve is low. System-wide shut-down imminent.

INT--IRON MAN'S HIDDEN LAB--DAY

IRON MAN lies there on the floor staring at the ceiling.

INT--OUTSIDE TONY'S OFFICE--DAY

Stark Industries is in turmoil. EMPLOYEES HURRYING DOWN THE CORRIDORS and the PHONES RINGING ENDLESSLY. Tony's MIDDLE-AGED SECRETARY looks exhausted. She puts down the

telephone, and it immediately starts RINGING again. She SIGHS, grabs some PAPERS, and walks away from the desk.

A moment passes. Then PEPPER POTTS hurries past. She takes a look back over her shoulder, to see if anyone is watching, and slips through the door into Tony's office.

INT--ANTHONY STARK'S OFFICE--DAY

PEPPER closes the door, and moves quickly across the room to the far wall. She pauses before KNOCKING ON THE WALL:

PEPPER
Mr. Stark? Are you in there?!

INT--INSIDE THE IRON ARMOR--DAY

TONY lies inside his armor. Trapped. Looking very weak. And then he hears the POUNDING. It is muffled. Barely audible. And now PEPPER'S MUFFLED VOICE saying his name.

Tony's exhausted face comes alive with hope as he says:

TONY
Access an external frequency...and open the entrance to this facility.

ARTIFICIAL VOICE
That will require 40% of remaining--

TONY
DO IT.

INT--ANTHONY STARK'S OFFICE--DAY

PEPPER is about to pound again when the WALL SLIDES OPEN.

INT--INSIDE THE IRON ARMOR--DAY

TONY lies inside his armor. Trapped. Looking very weak. He hears the familiar MMMMMM of the door opening, and his face relaxes, as if he is saved. Now he hears FOOTSTEPS.

TONY'S P.O.V. Looking up at the ceiling through his eye slits. The FOOTSTEPS get louder and finally PEPPER moves into view, stepping up beside Tony. Looking down at him.

TONY
Thank god. Pepper. I'm trapped in here. I need you to--

TONY'S P.O.V. Through the narrow eye slits, Pepper bends closer to him, as if taking a better look. Nothing weird about that in and of itself, but her demeanor is...wrong.

She does not look surprised, or even concerned. She just looks over the immobile iron armor, with cool detachment.

TONY

Pepper...?

The woman who seems to be Pepper Potts proceeds to a wall storage unit holding HIGH-TECH MACHINE TOOLS and removes an imposing LASER DRILL. Her face is without expression.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY stares up helplessly through his narrow eye slits.

TONY'S P.O.V. The woman who seems to be Pepper Potts steps into view again, looking down at Tony with a grin. A sadistic grin. As if amused at a helpless victim. She points the laser drill at his face plate. Pepper places her hand on the button. It KLIKS...but nothing happens.

Tony stares up helplessly through his narrow eye slits.

TONY'S P.O.V. The woman who seems to be Pepper Potts starts looking over the laser drill, as if confused. She hits the button again to the KLIK. Nothing. She shakes it in frustration, turning it end-over-end, as if looking for the right switch. And at precisely the right moment:

TONY

ON.

INT--IN IRON MAN'S HIDDEN LAB--DAY

THE LASER ACTIVATES AND BURNS A HOLE BETWEEN PEPPER'S EYES. Her face immediately goes slack, and she crumples to the floor, the drill CLANKING onto the ground beside her. The woman who seems to be Pepper Potts lies dead on the floor. Eyes wide open. An ugly CAUTERIZED WOUND in her forehead. A moment passes and then the FACE BULGES GROTESQUELY, as if made-up of thousands of needle points.

And Pepper is replaced by the face of a thug with needles sticking from his skin: The DEAD FACE OF THE CHAMELEON.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY lies inside his armor. Trapped. Looking very weak.

TONY
(as if to the dead man)
It's voice-activated, you idiot.

Pause. Tony lies there, helplessly. Then his face goes a little blank. As if he has just thought of something:

TONY
"Voice activated."
(pause, and then louder)
POWER UP.

INT--IN IRON MAN'S HIDDEN LAB--DAY

The FACILITY COMES ALIVE, as before. Terminals BLIP on. PANELS SLIDE OPEN in the walls and the floor as HIGH-TECH DEVICES emerge with a MMMMMMMMM. The ENORMOUS AUTOMATED ARMS hanging over the room move with an INDUSTRIAL WHINE.

INT--INSIDE OF THE IRON ARMOR--DAY

TONY lies inside his armor. Trapped. Looking very weak.

TONY'S P.O.V. Through his narrow eye slits, the ceiling is visible. It looks so far away. But now the AUTOMATED CLAWS AND SAWS AND DRILLS ROTATE PAST, moving with a loud industrial WHINE, as if performing some start-up routine.

TONY
Claw.

TONY'S P.O.V. An enormous grappling claw moves directly overhead, with a MMMMMM, its arms automatically unfolding and locking into an open position with a series of KLAKS.

TONY
Lift.

TONY'S P.O.V. Immediately the CLAW DESCENDS, closer and closer, its long arms moving beyond the edges of the eye slits. THE WHINE BECOMES DEAFENING. There is a CRUNCH, and the world SHAKES as Tony is lifted up off the floor. Through the arms of the claw the CEILING IS APPROACHING. Then there is a WHINING OF METAL and suddenly the ROOM IS MOVING PAST IN A BLUR. UPSIDE-DOWN. Tony is obviously hanging precariously from the claw high above the floor. His QUICKENING BREATHING IS DEAFENING inside the suit. A moment passes and then the FLOOR RUSHES CLOSER AND CLOSER ...and with a painful CRASH the world outside goes BLACK.

Tony is lying face-down inside of his armor. Obviously, stunned and in pain from having fallen. Slowly he stirs.

TONY
(much weaker than before)
Lift.

There is an INDUSTRIAL WHINE that gets louder and louder:

TONY'S P.O.V. LIGHT illuminates the helmet as Tony is again LIFTED OFF THE FLOOR by the claw. Rising higher. Higher. THE LAB FLOOR RECEDES until there is a KL-KLAK. The room seems to move back-and-forth, just a bit, as if the armor is swinging from the claw high above the floor.

TONY
Rotate.

TONY'S P.O.V. Tony is ROTATED UPSIDE-DOWN AND TURNED as the walls, ceiling, and floor move past--just a blur--the armor being manipulated by a SERIES OF CLAWS SNAPPING AND GRABBING. All of this witnessed from Tony's own horrific point-of-view: Maddening bursts of frightful half-images from the eye slits, accompanied by endless WHINING and WHIRRING and CRUNCHING, and by his own erratic BREATHING.

Tony looks like this is scaring the shit out of him. His BREATHING sounds pained. Now he seems to see something:

TONY'S P.O.V. The armor has been turned and positioned in front of that ENORMOUS INDUSTRIAL DRILL seen earlier. The large drill bit shines. It is pointing right at him.

TONY
Drill.

TONY'S P.O.V. With a piercing EEEEEEEEE the drill BEGINS TO ROTATE AT INCREDIBLE SPEED AS IT MOVES TOWARD THE EYE SLITS. Closer. Closer. The drill moves so close that the tip disappears from view a moment before a deafening WHEEEEEEEEEEEEEE as the bit burrows into the face plate.

Tony watches the interior of his helmet as it BEGINS TO MOVE. As if something is pushing through from the other side. The lining begins to BULGE. WHEEEEEEEEEEEEEEEEE. Tony looks terrified. Trying to wait for the right time:

TONY
STOP!

THE DRILL PUNCHES THROUGH THE HELMET and looks as if it's going to continue right through his face. Tony closes his eyes...and at the last moment the EEEEEEEEE begins to wind down. THE TIP OF THE DRILL ONLY TOUCHES HIS CHEEK. Tony winces from the touch--and the tip does DRAW BLOOD--but it is only a cut. He opens his eyes, and stares at the drill bit against his cheek. He hesitates. As if

not wanting to rush into the next step. After a moment:

TONY

Retract.

The DRILL BIT RETRACTS leaving a new HOLE in the helmet that finally allows in MORE LIGHT ILLUMINATING HIS FACE.

TONY

Removal.

A small MECHANICAL ARM enters the hole made in the face plate, OPENING like a tiny grappling hook, and WRENCHING OFF THE FACE of the helmet. Tony SUCKS IN FRESH AIR as he hangs there. His face drenched with sweat. He grins.

CUTTING FREE OF THE ARMOR--MONTAGE

TONY is ROTATED BY THE CLAW AS SAW BLADES SLICE THE ARMOR along its seams, PIECES DROPPING LOUDLY to the floor, the saws WHIRRING, the claws WHINING. His body moves along the apparatus LIKE A PRODUCT ON AN ASSEMBLY LINE. Tony gives voice-commands, the enormous instruments respond, and finally he DROPS TO THE FLOOR WEARING ONLY HIS CHEST PLATE and underwear. Drenched in sweat. Tony just lies there. Like he has never been so happy to see a floor.

INT--A.I.M. COMPUTER FACILITY--DAY

A TECHNICIAN WEARING A YELLOW HOODED SUIT steps up with:

TECHNICIAN

Our instruments suggest that Iron Man has extricated himself from his armor. Also, we have lost contact with agent one hundred and sixteen.

MODOK considers this news a moment. Then his shriveled hand moves the joystick, and his hover chair turns away:

MODOK

Thank you.

MODOK approaches the PRESIDENT AND CEO of *Advanced Idea Mechanics*. As MODOK'S SHADOW falls over the President:

PRESIDENT

You are taking this very well, sir.

MODOK does not stop, or turn. But a HIGH-INTENSITY BEAM SHOOTS FROM HIS HOVER CHAIR AND MELTS THE PRESIDENT DOWN TO A PUDDLE ON THE FLOOR. In a second. Just a puddle on

the floor. MODOK continues across the lab with a MMMMMM.

EXT--OUTSIDE STARK INDUSTRIES--DAY

POLICE SQUAD CARS AND UNMARKED SEDANS SCREECH to a stop.

INT--THE STARK BUILDING LOBBY--DAY

POLICE DETECTIVES push through the doors followed by a DOZEN OFFICERS. Looking grim. Marching past the GUARDS.

INT--IN IRON MAN'S HIDDEN LAB--DAY

TONY looks like hell as he pulls on street clothes. He touches a panel and another BRIEFCASE SLIDES OUT OF THE WALL HOLDING THE PARTS to another suit of Iron Man armor.

Tony grabs the briefcase and walks to a spot on the floor that looks like any other spot. He stands there a moment before the PLATFORM BEGINS TO DESCEND INTO THE FLOOR....

INT--RIGHT OUTSIDE THE OFFICE--DAY

Tony's MIDDLE-AGED SECRETARY stands up just in time to accept the SEARCH WARRANT roughly thrust into her hand by the POLICE DETECTIVES as they march past her and open the doors to Tony's office. The place is swarming with COPS.

One Detective looks around, and frowns at the Secretary.

DETECTIVE
Where's your boss?

INT--SUB-LEVEL PARKING GARAGE--DAY

With a loud ROAR of the engine, TONY guns his SPORTS CAR up the ramp of an underground garage toward the street.

EXT--THE CROWDED CITY STREETS--DAY

TONY races out of the garage and right into the middle of the SWARM OF SEDANS AND POLICE CARS littering the street. Tony shifts gears, hits the accelerator, and his sports car SQUEALS OFF DOWN THE BLOCK. A moment later, POLICE SIRENS ARE LOUDLY BLARING as a HIGH-SPEED PURSUIT ensues:

Tony handles his automobile like a professional, shifting his transmission expertly, dodging between slower-moving

traffic, and around tight corners, narrowly evading the oncoming cars as he briefly slips into the opposing lane.

A SPECIAL TELEVISION NEWS BULLETIN

A PHOTO OF TONY APPEARS over the NEWS ANCHOR'S shoulder:

NEWS ANCHOR
This just in. Police are currently involved in a high-speed pursuit of billionaire Anthony Stark....

EXT--THE CROWDED CITY STREETS--DAY

TONY turns the steering wheel hard and narrowly avoids a collision as his sports car SCREECHES around the corner. Tony reaches for the dash and presses a button. A LARGE SCREEN BLIPS ON with the words: *"STARK TRAFFIC WATCH."*

PLEASANT VOICE
Thank you for using *Stark Satellite System Traffic Watch*--your guide to navigating the crowded city streets!

Tony checks his rearview mirror and sees that the POLICE CARS ARE FALLING BEHIND. He allows himself a small grin ...then speeds through an intersection filled with MORE POLICE CARS SPEEDING RIGHT FOR HIM. Tony drops the grin.

ON SCREEN, a SATELLITE PHOTO OF THE CITY appears. The image gets closer and closer finally settling on an area of roughly an EIGHT BLOCK RADIUS CENTERED ON TONY'S CAR. You can see his little sports car, if you look closely.

MORE EVIDENT ARE DOZENS OF SQUAD CARS CONVERGING ON HIM.

PLEASANT VOICE
Traffic in your immediate vicinity is unusually heavy this afternoon!

Tony takes his eyes off of the road to study the screen. He decides on a course, and turns the steering wheel hard SCREECHING DOWN A NARROW ALLEY, and out the far end. He shifts gears as he emerges and races off down the block.

A SPECIAL TELEVISION NEWS BULLETIN

A PHOTO OF TONY STARK appears over the ANCHOR'S SHOULDER:

NEWS ANCHOR
And more bad news for Anthony Stark.

NEWS ANCHOR (cont'd)
It has just been confirmed that Stark has been removed as president and CEO of *Stark Industries*, and replaced...

A PHOTO OF JEREMY BLAND appears pushing Tony out of view.

NEWS ANCHOR (cont'd)
...by vice-president Jeremy Bland.

EXT--THE CROWDED CITY STREETS--DAY

TONY reaches underneath his steering column and KLIKS a button. Immediately TWO MECHANICAL ARMS EXTEND out from underneath the dash and TAKE HOLD OF THE STEERING WHEEL.

With his hands free, Tony BEGINS CONSTRUCTING A DEVICE. It is impossible to determine what it is, but part of the contraption resembles a camera. Tony concentrates on his work--looking up suddenly to see ANOTHER CAR IN HIS WAY.

TONY
Left turn. Execute.

The MECHANICAL ARMS TURN THE WHEEL, and Tony SCREECHES around a corner. A moment later the POLICE CARS SCREECH after him. Tony checks his rearview mirror as he SPLICES TWO WIRES. Like some crazy Thomas Edison in a car chase.

INT--STARK INDUSTRIES OFFICES--DAY

JEREMY BLAND struts down the hallways of *Stark Industries* like a king. Not bothering to respond to the litany of *GOOD AFTERNOON, MR. BLAND* and *CONGRATULATIONS, MR. BLAND* coming from the *Stark* EMPLOYEES watching him march past.

INT--A.I.M. COMPUTER FACILITY--DAY

MODOK hovers in front of an enormous screen SEEING WHAT JEREMY BLAND IS SEEING. As if Bland's eyes are cameras. MODOK looks like he's enjoying this. A grin on his face.

MODOK
(as if answering back)
Hello...Good Afternoon...Hello....

EXT--THE CROWDED CITY STREETS--DAY

TONY races down the street, and sees POLICE CARS SPEEDING right for for him. Tony looks desperate as he grabs hold

of the steering wheel himself SCREECHING INTO AN ALLEY.

TONY'S P.O.V. Through the windshield, we see that Tony has just PULLED INTO A DEAD END. There's no place to go.

CUT TO:

The POLICE CARS speed into the alley and SCREECH TO A STOP behind Tony's SPORTS CAR. The POLICE OFFICERS open their doors and crouch behind them, pointing REVOLVERS at TONY STILL SITTING IN THE CAR. The Police look agitated:

POLICEMAN 1
Step out of the car. Now!

Tony does not move. The Police Officers wait. Then they share a grim look, and slowly move around their doors, approaching the sports car. Guns raised. Looking tense.

POLICEMAN 1
Mr. Stark. Step out of your vehicle!

The nearest Officer pulls open the car door...and Tony is no longer sitting in the seat. As if he's disappeared. TONY IS INSTEAD PROJECTED ON THE POLICE OFFICER'S CHEST.

CLOSE-UP of the PROJECTOR Tony constructed inside the car during the chase. It points at the driver's side door.

The Police Officer closes the door, and TONY REAPPEARS BEHIND THE WHEEL. But, of course, now it's clear that this is just a false static image playing on the window.

The Police Officers look around at the few DOORS lining the alley. Looking for a clue as to which way Tony went.

CUT TO:

TONY steps from a restaurant onto the sidewalk. He looks both ways, and starts heading away from the POLICE CARS speeding past the cross street. Tony brings his collar up. Winds through the PEDESTRIANS as quickly as he can.

After half-a-block, he looks more confident. He smiles.

Tony rounds the corner...and stops dead in his tracks. TWO POLICE OFFICERS are walking his way. The Officers see him, and run. Tony immediately darts through a door.

INT--INSIDE A CITY TENEMENT--DAY

TONY runs through a dirty corridor in a beaten tenement followed by the TWO POLICE OFFICERS. Through a door, and

another, and another. Running toward the rear exit when A NEW POLICEMAN charges in from the rear boxing him in.

Tony stops, tries to find another way, but there is none, and the First Two Police Officers reach him and throw him roughly against the wall. Tony grimaces from the pain.

The Third Policeman who ran in suddenly through the rear exit steps up. The Officer holding Tony turns and says:

OFFICER 1
Hey, thanks, pal. You really--

...and then he stops. His partner turns. So does Tony.

CAMERA'S P.O.V. The Police Officer HAS HIS GUN RAISED POINTING AT ALL OF THEM. And, when he opens his mouth to speak, his EERIE VOICE IS BOTH PART MAN AND PART MACHINE:

FAKE OFFICER
I'll take it from here.

And he FIRES. The Real Police Officers struggle in vain to return fire as RED HOLES BURST OPEN IN THEIR BODIES. The Officers jerk wildly. Tony hits the floor, but grabs the REVOLVER from one of the fallen officers and FIRES.

Bullet holes open in the Fake Officer's legs sending MORE ELECTRONICS THAN BLOOD spurting from the jagged wounds. The Fake Officer slowly slides to the floor. Tony is on the floor too, pointing the gun at him, looking frantic.

The Fake Officer looks like he's in pain. But he grins:

FAKE OFFICER
Very good, Mr. Stark. But I would not pull that trigger again...if I were you. You see...I am designed ...to always get my man.

And with that, the Fake Officer opens up his shirt. HIS CHEST IS A BOMB. Call him a LIVING BOMB as he activates the mechanism and his CHEST LIGHTS UP AND STARTS TO HUM.

LIVING BOMB
This bomb will destroy everything in a 10-block radius.

His CHEST BEEPS, and the Living Bomb immediately loses a bit of his expression. His lips move, as if by rote, and his CREEPY AUGMENTED VOICE BEGINS A 30-SECOND COUNTDOWN:

LIVING BOMB
30...29...28

Tony crawls to his briefcase on the floor. He enters the correct combination, as fast as he can, opening the case revealing the PIECES TO THE IRON ARMOR contained inside.

Meanwhile the Living Bomb stares out at him, blankly, his lips moving creepily as he continues with the countdown:

LIVING BOMB
27...26...25

Tony places ARMORED PLATES at his wrists and his ankles.

LIVING BOMB
24...23...22

The FLEXIBLE CHAIN MAIL moves over his arms and his legs LOCKING MAGNETICALLY to the other plates. Tony pulls on his two GAUNTLETS, and slips into the base of his BOOTS.

LIVING BOMB
21...20...19

The WRIST PLATES EXTEND completing the arm, and the ankle plates SPREAD OVER HIS FEET to form the top of the boots.

LIVING BOMB
18...17...16

Tony lowers the HELMET over his head. The Living Bomb sits there on the floor. Staring blankly. Lips moving:

LIVING BOMB
15...14...13

Tony slips the FACE PLATE DOWN and it locks with a FSSSH.

LIVING BOMB
12...11...10

EXT--THE RUN-DOWN TENEMENT--DAY

IRON MAN BURSTS THROUGH THE ROOF of the tenement racing toward the sky with THE LIVING BOMB hanging limply from his gauntlet. Like Superman flying a crook to prison. Only this crook's lips keep moving reciting a countdown:

LIVING BOMB
9...8...7

Iron Man rockets higher as the city recedes below them.

LIVING BOMB
6...5...4

Iron Man rockets into the clouds. Higher and higher and

LIVING BOMB
3...2...1

THERE IS AN EXPLOSION IN THE SKY. A great ball of fire.

INT--IRON MAN'S HIDDEN LAB--DAY

JEREMY BLAND is standing in the middle of Iron Man's lab, staring up at the IMAGE OF MODOK on the largest screen:

BLAND
Stark Industries belongs to A.I.M.

TECHNICIANS IN YELLOW HOODED SUITS are working terminals and removing suits of armor from the storage pods. Then one of the Technicians steps up, and looks at the screen:

TECHNICIAN
MODOK. We have found something.

MODOK
What izzzzz it?

The Technician turns, and gestures. Another Technician hits a control, and a STORAGE POD HIDDEN INSIDE OF THE FLOOR RISES. The pod opens revealing a BRAND NEW SUIT OF IRON MAN ARMOR. Not like any suit we have seen before.

The armor is larger. And even more high-tech. It makes the Iron Man suit we have been watching look primitive.

THE NEW SUIT OF ARMOR GLISTENS. On screen, MODOK smiles.

MODOK
Wwwwwwwwwwwwwwwwwwwwwwwwwonderful.

INT--IN PEPPER POTTS' HOUSE--NIGHT

PEPPER sits nervously in front of her television watching more news programs talking about the missing Tony Stark.

Suddenly, she hears a MUFFLED DOOMPH. As if somebody is outside? She stands up, looking concerned, and walks to the back door. There is a window in the door covered by a CURTAIN. Pepper moves the curtain, and looks through.

She doesn't see anything, and reaches for a WALL SWITCH:

PEPPER'S P.O.V. Through the window the PORCH IS SUDDENLY LIT AND IRON MAN IS VISIBLE. Just standing on her porch.

EXT--OUTSIDE PEPPER'S HOUSE--NIGHT

PEPPER opens the door and steps out. Scared but wanting to know what's going on. IRON MAN falls onto his knees. His DIGITAL VOICE sounds weak. Like a damaged recording:

IRON MAN
...need power...need...

And Iron Man falls over onto the ground with a DOOOOOOOM. Just lying there like a pile of metal. Pepper stares at the armor at her feet, as if she doesn't know what to do.

Finally she bends down to lift one of the arms. Trying to drag him inside the house. She GROANS. Can't lift the arm. Her grip slips, and Pepper stumbles backwards.

She stands there, horrified, staring helplessly at Iron Man lying two feet from her on the ground. She doesn't know what to do. But then, seems to think of something:

PEPPER
Power?

CUT TO:

PEPPER SLAMS A CAR DOOR SHUT, turns a KEY, and the ENGINE STARTS. She shifts to reverse and FLOORS THE ACCELERATOR as her PIECE-OF-SHIT VOLKSWAGEN backs out of the garage.

Pepper backs the car toward Iron Man, and nearly runs him over just before she SLAMS ON THE BRAKES, and gets out.

Pepper runs to the rear and lifts up the HOOD. Then she runs around to the other side. BREATHING fast. Her eyes frantic. Pepper rummages through the TRUNK tossing out BOXES AND JUNK and finally coming up with JUMPER CABLES.

Pepper attaches the cables to her CAR BATTERY. Now she drops to her knees holding the other ends. She BREATHES. The CAR ENGINE RUNS. She holds out the cables. Scared.

CLOSE-UP of the CABLES BEING ATTACHED TO THE CHEST PLATE.

There is a BRIGHT FLASH, AND AN EXPLOSION, and Pepper is thrown off of her feet. She rises on her elbows. Looks.

PEPPER'S P.O.V. The ENGINE OF HER VOLKSWAGEN is a tangle of TWISTED SMOKING HISSING METAL. But as the HISSSS dies a new sound takes over: the familiar HUMMMM OF IRON MAN.

Pepper quickly crawls over to the armor. Eyes wide. She tries to touch a fingertip to the surface, as if testing to see if it's hot, and after a bit she is able to touch

him. She bends over the face, and stares into the slits:

PEPPER
Tony?

CLOSE-UP of TONY'S EYES OPENING inside the slits. They blink a little bit. Looking around. Stopping on Pepper.

IRON MAN
Hi.
(pause)
Hope you don't mind...my just...
stopping by like this.

Pepper tries to lift up the face plate, but of course she never could, and Tony raises a metal gauntlet to activate a switch on the side: THE FACE PLATE RISES REVEALING THE FACE OF TONY STARK encased in his helmet. He BREATHES.

Pepper looks so relieved. So happy to see Tony that she drops down onto him and embraces the armor. Some of her hair has fallen over his face. But then, Pepper opens her eyes. As if thinking that maybe she made a mistake.

Pepper starts to rise off him...but when Tony feels her getting up, he immediately pulls her back down, and they lie together there on the ground. His face buried in her hair. Tony closes his eyes as if enjoying the sensation.

PEPPER
Who's doing this to you?

Pepper pulls away, just a bit, so that she can see him. Their faces are inches apart, and Tony's eyes seem to gravitate toward her lips. He responds flatly, as if his answer is ordinary, staring at her lips so close to his:

TONY
(distracted by Pepper)
A secret cadre of scientists who
want to bring a premature end to
human society as we know it.

Now Pepper is staring at his lips. And they move closer.

PEPPER
(distracted by Tony)
Oh.

...and they kiss. Their lips pressed together, with some force. Eventually, Pepper pulls her head back, and asks:

PEPPER
So...what's our plan?

EXT--OUTSIDE STARK INDUSTRIES--NIGHT

Stark Industries is swarming with MEDIA VANS waiting in line to get inside. The SECURITY GUARDS are stopping the vans, and checking badges, waving the reporters through.

TONY (V.O.)
That depends. What's going on down at the plant?

PEPPER (V.O.)
Jeremy Bland is holding a press conference tonight to formally announce his appointment as acting president.

PEPPER POTTS pulls up, and shows off her IDENTIFICATION.

TONY (V.O.)
In that case, our "plan" is for you to be at that press conference.

PEPPER (V.O.)
And...what are you going to do?

EXT--ADVANCED IDEA MECHANICS--NIGHT

TONY is standing across the street. He is wearing normal clothing, not his armor. He stares up at the name on the side of the skyscraper as the letters A, I, and M glow.

TONY (V.O.)
I'm going to pay a friendly visit to *Advanced Idea Mechanics*.

INT--THE SKYSCRAPER'S LOBBY--NIGHT

TONY pushes open the door, and walks inside. The lobby is closed for the evening. ONE SECURITY GUARD is sitting at his station. The Guard turns. Sees him. Tony starts into the lobby, his FOOTSTEPS ECHOING through the space.

The Security Guard slowly turns his head, face without expression, almost inhuman, his cold unblinking eyes watching Tony walk past, but not saying anything. Eerie.

INT--ADVANCED IDEA MECHANICS--NIGHT

The elevator opens, with a DING, and TONY steps out into the dark corridors of A.I.M. Everything closed down for the evening. Tony turns and proceeds down the hall, just as before, past rows of normal everyday offices. But now

the hallway is dark and silent. Just the sound of Tony's FOOTSTEPS as he rounds a corner and looks at the WINDOW:

The window is already open for him. SOUNDS OF THE CITY STREETS drifting in. It would be a stunning view if it were real. Tony climbs onto the window ledge, and jumps.

TONY'S P.O.V. Jumping out of a window to the street far below--AND SUDDENLY THROUGH THE IMAGE--revealing a ROW OF TECHNICIANS IN YELLOW HOODED SUITS. Their faces just the suggestion of faces behind the grillwork of their hoods.

INT--IN THE HIDDEN CORRIDOR--NIGHT

TONY lands in a corridor FILLED WITH A DOZEN TECHNICIANS IN YELLOW HOODED SUITS. Each holding a HIGH-TECH RIFLE. The closest one gestures with his gun, and they start off down the hall, first six of the technicians, then Tony, followed by the last six. NO SOUND BUT THEIR FOOTSTEPS.

INT--STARK PRESS CONFERENCE--NIGHT

The press room is filling up with REPORTERS taking their seats. Whispering. An EMPLOYEE walks in, and TAPS THE MICROPHONE on the podium before stepping back out again.

PEPPER moves along the outer wall--hesitating a moment--then placing a MINIATURE DEVICE behind a wall hanging. She moves on to a sculpture, and places ANOTHER DEVICE.

Pepper tries her best to look nonchalant as she moves on.

INT--HIGH-TECH AIM FACILITY--NIGHT

TONY is led into a high-tech facility filled with MORE TECHNICIANS IN YELLOW HOODED SUITS DISASSEMBLING THE LAST REMNANTS OF A SUIT OF ARMOR. It is that next generation of Iron Man armor MODOK found inside of *Stark Industries*.

The Technicians remove the plates, and plug the pieces into imposing devices that appear to scan the circuitry. Every wall in this facility is covered with large screens RUNNING PHOTOGRAPHS AND SCHEMATICS OF THE IRON MAN SUIT.

The ARMED TECHNICIANS who brought him here take positions behind Tony, blocking the exit. Tony hears a MMMMMMMMM:

TONY'S P.O.V. MODOK floats a few feet above the floor. Slowly gliding down a long aisle formed by the enormous computers on either side. MODOK jerks the joystick, and he speeds up. His hideous head floating closer. Closer.

MODOK
Good evening, Missssssster Stark.

MODOK'S chair stops, hovering just in front of Tony--and slightly above--so that Tony is forced to look up at him. Tony seems tiny there, dwarfed by the huge head of MODOK. It's like standing in front of a garage door with a face.

MODOK
Are you hhhhhhhere to accept my generous offer, and join usssss?

TONY
No.

MODOK considers him. No sound but the MMMM of his chair.

MODOK
Then why have you come?

TONY
To take back my armor, of course. And to stop you.

MODOK allows a tiny grin to escape from his hideous face.

MODOK
Ah, you have an aggressive motive, then. I see.

MODOK slowly turns, and floats past consoles constructing schematics of Iron Man armor. Everywhere you look there is a piece of armor being plugged into the machinery, or stored behind glass. Technicians rushing back and forth.

MODOK
As you have no doubt observed for yourself, Stark, we are analyzing your "Iron Man" technology. Soon, we will begin mass-production.

MODOK stares out--almost blankly--as if imagining it all:

MODOK
Ah...the destruction. The chaos. What a future I will build from the ashesssssssssss of the world.

MODOK stops talking as an ENORMOUS TEAR forms in one eye.

MODOK
Excuse me, Stark.

MODOK works his controls, and a PANEL OPENS in his chair.

A MECHANICAL ARM EXTENDS HOLDING A HANDKERCHIEF THE SIZE OF A BEACH TOWEL. The mechanical arm wipes at the huge tear drop as it rolls over the fleshy folds of his face.

MODOK (cont'd)
I am overcome.

The mechanical arm finishes up, and retracts back inside. MODOK collects himself, and starts floating toward Tony.

MODOK
The nature of my augmentations do make me...susceptible...to abrupt fluctuations of mood. And, thus, from rapturous joy one moment--as I dream of a future I will rule-- I now succumb to a great anger...

MODOK floats closer. His face turning angry. Hideous.

MODOK (cont'd)
...as I think of you.

MODOK hovers above Tony, and looks down at him. Furious. He screams. Yellow teeth and rotted tongue in full view:

MODOK
I am the scientist supreme! The greatest mind that ever existed! You dare to presume that you can defeat MODOK?!!

Tony has been listening politely. Now, he nods a little.

TONY
For all of your intelligence and resources, you do have one flaw.

MODOK floats above the floor. He is seething, and asks:

MODOK
And what, may I ask you, is that?

TONY
You don't make anything. You steal what others have made and you apply their inspiration. You are a thief.

Tony just casually continues. As if he is without fear.

TONY (cont'd)
And thieves are always predictable.

MODOK hovers. Making a visible effort to hold his anger.

MODOK
You intrigue me, Misssssster Stark. In what way am I prrrrrredictable?

TONY
You succeeded in wrestling control of *Stark Industries* from me. You gained access to my laboratory and found a dozen suits of armor there. And what did you do...?

CUT TO:

FLASHBACK. A STORAGE POD HIDDEN INSIDE THE FLOOR RISES. The pod opens revealing a BRAND NEW SUIT OF IRON MAN ARMOR. It is larger. And more high-tech. It makes the old Iron Man suits look primitive by comparison. THE OUTER SURFACE SPARKLES AND GLISTENS. It is...beautiful.

TONY (V.O.)
You took the biggest and shiniest one you could find...

CUT TO:

Tony stands there looking up at the giant head of MODOK.

TONY
...as I knew you would.

MODOK manipulates his joystick, and floats down. Closer.

MODOK
You were a fool to come here as Tony Stark.

TONY
But I'm not Tony Stark anymore. That's something you taught me.

Tony unbuttons his shirt REVEALING THE METAL CHEST PLATE.

TONY
Tony Stark died the moment that bullet pierced his heart.

Tony places his hands on the face of the chest plate, and his fingertips DEPRESS A SERIES OF CONTROLS. With a FSSSH the chest plate immediately SEPARATES AT THE SEAMS.

THE PIECES CLATTER ONTO THE FLOOR revealing Tony's body:

There is LARGE HIDEOUS SCAR TISSUE across his chest with ELECTRONIC CIRCUITS AND METAL PARTS IMBEDDED IN THE SKIN.

If Tony resembles anyone, it is the bizarre operatives of *Advanced Idea Mechanics*. Tony stands there. BREATHING. You can see the device working to keep his heart pumping. TINY MECHANICAL PARTS MOVING AND THE ELECTRONICS HUMMING.

As if Tony Stark is part man and part machine. Gruesome.

TONY
I am the Iron Man.

Tony holds out his arms and THE PARTS TO IRON MAN'S ARMOR FLY THROUGH THE AIR. As if by themselves. The plates and joints and circuitry leap out of the hands of the Technicians, out of the devices scanning them, through barriers, shattering glass. THE AIR IS A STORM OF METAL.

THE ARMOR ASSEMBLES AROUND TONY WITH A SHUNK SHUNK SHUNK building Iron Man--piece-by-piece--in front of our eyes.

In a moment his body is encased, and the HELMET ASSEMBLES AROUND HIS HEAD, Tony's eyes staring from the face plate.

MODOK has only a brief moment to look surprised before the Iron Man cocks back his arm--with a WHIRRRRRR--and PUNCHES MODOK IN THE NOSE. Like punching a wall with a face. MODOK'S HOVER CHAIR SAILS BACKWARDS, his tiny legs flailing uselessly, striking the far wall with a DOOOOOM.

CUT TO:

Iron Man turns to the Technicians frantically pointing their weapons. Iron Man raises his arms, the palms open:

IRON MAN
Repulsors.

There is an EXPLOSION OF COMPUTERS AND CONSOLES and the TECHNICIANS ARE BLOWN OFF OF THEIR FEET. Iron Man rises above the floor, hovering there, FIRING HIS REPULSORS AS HE ROTATES AROUND. THE FACILITY EXPLODES all around him.

CUT TO:

MODOK is floating above the floor, his chair bobbing, as if recovering its balance. HIS ENORMOUS NOSE IS BROKEN.

MODOK'S face contorts hideously as he RELEASES A HIDEOUS SCREAM. ARMAMENTS EXTEND from the cavities in his hover chair and WITH A ROAR MODOK FLIES RIGHT FOR THE IRON MAN.

INT--INSIDE OF THE IRON ARMOR--NIGHT

TONY is encased in his helmet. The interior glowing with

instrumentation. He looks calm. Watches MODOK approach.

TONY
Activate forcefield.

INT--HIGH-TECH AIM FACILITY--NIGHT

MODOK IS STILL SCREAMING as MISSILES FIRE from his chair. IRON MAN hovers there above the floor as his FORCEFIELD BECOMES VISIBLE, TAKING THE IMPACTS. Everything around and behind him BLOWING UP. Iron Man calmly raises his arms, and points his open palms at the approaching MODOK.

IRON MAN
FIRE.

The REPULSORS FIRE and MODOK IS CAUGHT IN THE MIDDLE OF THE BLAST as his CHAIR BURSTS INTO PIECES. He crashes to the floor and slides, like a bizarre living plane crash.

HIS SHRIVELED BODY rolls a while before coming to a rest.

Slowly, Iron Man lowers his palms. His BOOT JETS LOWER HIM TO THE FLOOR. The facility is suddenly silent. Just the sound of SPARKING as more panels blow. Some GROANS.

Iron Man steps across the floor toward the body of MODOK.

CUT TO:

There is movement behind Iron Man. Someone peaks around the corner...and WHIPLASH steps clear of the debris. He sees Iron Man retreating across the room, his armored back to him. As if defenseless. Whiplash smiles. Then he jerks his arm and a FILAMENT LASHES ACROSS THE ROOM.

CUT TO:

The FILAMENT STRIKES THE FORCEFIELD SURROUNDING IRON MAN and immediately RECOILS WILDLY BACK ACROSS THE ROOM TO ITS SOURCE. Out of control. For a moment it looks as if it might cut through Whiplash himself. But it happens so quickly. It must have missed him, because he looks fine.

Iron Man turns, with a WHIR, and stares back at Whiplash.

Whiplash's expression is cocky...and then turns blank. Now a RED LINE APPEARS ACROSS HIS NECK. It gets thicker, and DROPS OF BLOOD begin to form. That filament did not miss Whiplash! He opens his mouth...but no sound comes out. A MOMENT LATER HIS HEAD FALLS FORWARD OFF HIS NECK.

Iron Man watches as the head hits the floor, with a THUD,

followed one second later by the bigger THUD of his body.

Then, with a WHIR, Iron Man turns and walks toward MODOK:

IRON MAN'S P.O.V. Moving toward MODOK. He is a mess. Lying there on the floor among the remains of his chair all around him. Stunted arms and legs useless. Moving on the floor like a baby not strong enough to turn over.

MODOK looks up at Iron Man, and GURGLES. An electronic gurgle, as if his speaking mechanism is broken. Finally:

MODOK
You will...zzzzzzzzzzz...die, Stark.
I will have the final vvvvvvvictory.
How lllong do you expect...you will
live with that...zzzzzzzzz...bullet
in your hhhhhhhheart?

Iron Man stares down. His face plate shows no emotion.

INT--STARK PRESS CONFERENCE--NIGHT

JEREMY BLAND steps onto a small platform to the FLASHING of cameras. He nods at the ASSEMBLED REPORTERS and steps behind the podium. He looks stiff. As if not himself.

BLAND
As you all know, this has been a
"black day" for *Stark Industries*.

PEPPER POTTS is standing by the back wall. She looks around a little bit and then reaches deep into her purse:

INSERT SHOT as Pepper KLIKS on a DEVICE INSIDE HER PURSE.

The MINIATURE DEVICES Pepper placed around the room KLIK ON and start to HUMMMMM. Standing at the podium, Jeremy Bland drones on as he continues with his opening speech.

BLAND
I'm just pleased to be able to help
out by assuming the duties of...

Suddenly Bland jerks, as if out of control. He recovers:

BLAND (cont'd)
...the duties of the office of CEO.
I will do everything I can to make--

Jeremy Bland jerks again. AND HE KEEPS JERKING. Like a broken wind-up toy. His head tilts to one side, and his face twitches. He starts MAKING SPITTING SOUNDS, and the

spitting sounds START SOUNDING MORE AND MORE ELECTRONIC.

The REPORTERS are rising from their seats when JEREMY BLAND OPENS LIKE A SWISS ARMY KNIFE: His FINGERTIPS POP revealing digital connections. MINIATURE ELECTRONICS SPURT FROM HIS EAR accompanied by BLOOD. His ELBOWS AND KNEES BEND THE WRONG WAY as he stumbles. People SCREAM.

Bland collapses to the floor...part man and part machine.

INT--EVENING NEWS MONTAGE--NIGHT

Each channel appears on screen a moment then is replaced:

NEWS ANCHOR #1 sits in front of an IMAGE OF JEREMY BLAND WRITHING ON THE FLOOR. Revealed as both man and machine.

ANCHOR 1
...a strange news day ends stranger as *Stark Industries'* new acting CEO Jeremy Bland revealed himself to be part man and part machine...

NEWS ANCHOR #2 shows JUMPY FOOTAGE OF MODOK LYING ON HIS BACK on a sidewalk. Without his hover chair, his body is helpless. His enormous head looking--well, enormous--and his tiny shriveled body giving him proportions of a baby.

ANCHOR 2
...what onlookers described as--and I am quoting--a "giant ugly baby"...

POLICE AND ONLOOKERS surround the hideous writhing MODOK, not wanting to get too close. Now the SHAKY CAMERA PULLS BACK to reveal what looks like a HUMAN ROCKET in the sky:

ANCHOR 2 (cont'd)
...was left for Police, apparently by the Invincible Iron Man...

NEWS ANCHOR #3 looks earnest as footage plays from a *Stark Industries* press conference--held by PEPPER POTTS.

ANCHOR 3
Newly-appointed *Stark* spokesperson Virginia Potts claimed that former president and CEO Anthony Stark was in fact the victim of a bizarre corporate take-over bid...

A STOCK PHOTOGRAPH OF TONY appears beside NEWS ANCHOR #4.

ANCHOR 4
...suggesting he could and would be reinstated as CEO...

NEWS ANCHOR #5 appears more perplexed than anything else.

ANCHOR 5
...the reports coming in are still contradictory...

NEWS ANCHOR #6 continues as FOOTAGE OF THE POLICE JUMPING OUT A WINDOW--apparently committing mass suicide--plays.

ANCHOR 6
No, this is not footage of a mass suicide by police.

A moment later, we see them land in that SECRET CORRIDOR.

ANCHOR 6 (cont'd)
Rather, it was the scene moments ago when local police and FBI found what appears to be...

NEWS ANCHOR #7 appears along with IMAGES OF A ROW OF AIM TECHNICIANS IN HOODED SUITS being marched away by POLICE.

ANCHOR 7
...no word yet as to the identity of this group, but...

IMAGES OF THAT COMPUTER FACILITY SHAPED LIKE A MAN play. It gets smaller, and now NEWS ANCHOR #8 appears, adding:

ANCHOR 8
...a high-tech facility designed to take control of Iron Man's armor...

NEWS ANCHOR #9 begins. Behind him a picture of IRON MAN.

ANCHOR 9
...effectively clearing the armored bodyguard of murder charges...

NEWS ANCHOR #10 speaks as yet ANOTHER STOCK PHOTO OF TONY appears. This one catches Tony looking happy. Carefree.

ANCHOR 10
...and one of dozens of unanswered questions is one that we have been asking all day long:
(short pause)
Where is Tony Stark?

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INT--IRON MAN'S HIDDEN LAB--NIGHT

For a moment, there is nothing to be seen but BLACKNESS. And then from somewhere in the darkness comes BREATHING.

CAMERA MOVES, out of the shadows toward a weak source of light, tracing along a THIN FRAGILE CORD stretching from a WALL SOCKET down to the floor, then up, slowly, to a FAMILIAR METAL CHEST PLATE as the BREATHING grows louder.

TONY (V.O.)
My name is Tony Stark, and I'm the "Invincible Iron Man."

TONY is sitting on the floor, his back propped up against the wall. One of his knees is up, the other leg lying flat, his arms resting at his sides. Looking vulnerable.

TONY (V.O.)
I encase my body in an iron chest plate that keeps my damaged heart pumping.

Tony lets his head fall back against the wall, and slowly he opens his eyes. He blinks. Stares up at the ceiling.

TONY (V.O.)
Someday I'm going to die wearing it.

Tony BREATHES. Stronger now. Face drenched with sweat. His heart beat growing louder DUH-DUM DUH-DUM DUH-DUM....

TONY (V.O.)
But not today.

FADE OUT